

ASAL

Automotive Stampings and Assemblies Limited
CIN: L28932PN1990PLC016314

ASAL/SE/06/2026-27

July 06, 2026

The Executive Director,
BSE Limited
Corporate Relationship Department, 1st
Floor, New Trading Ring, Rotunda Bldg.,
P.J. Towers, Dalal Street, Mumbai 400 001
Scrip Code: **520119**

The Executive Director,
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra (East),
Mumbai 400 051
Scrip Code: **ASAL**

Dear Sir/Madam,

Sub: Submission of Notice of 36th Annual General Meeting of the Company

Pursuant to Regulation 30 read with Schedule III and Regulation 34 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations 2015, as amended from time to time, we submit herewith Notice of 36th Annual General Meeting (AGM) of the Company.

The same is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Share Transfer Agent ('RTA')/ Depository Participant(s) ('DPs') and being made available in physical form, who request for the same. Further, in accordance with the Regulations 36(1)(b) of Listing Regulations, the Company has initiated sending a letter, providing the web-link, including the exact path where complete details of the Annual Report including the Notice of AGM is available, to the shareholder(s) who have not registered their e-mail addresses with the Company/RTA/DPs.

The Annual Report for the Financial Year 2025-26 and the Notice of 36th Annual General Meeting (AGM) are also available on the website of the Company at www.autostampings.com

We request you to take the same on record.

Thanking you,

Yours Faithfully,
For **Automotive Stampings and Assemblies Limited**

Krishna Dayma
Company Secretary and Compliance Officer
M. No. A54238

Encl: As above

NOTICE

NOTICE is hereby given that the Thirty-Sixth (36th) Annual General Meeting (AGM) of the Members of Automotive Stampings and Assemblies Limited will be held on Thursday, July 30, 2026 at 11.00 A.M. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON**
2. **TO APPOINT A DIRECTOR IN PLACE OF MR. ARVIND GOEL (DIN: 02300813) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

SPECIAL BUSINESS:

3. **TO RATIFY THE REMUNERATION PAYABLE TO THE COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2025-26**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions 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), the Members of the Company be and hereby ratify the payment of remuneration of ₹75,000/- (Rupees Seventy Five Thousand Only), plus applicable taxes and reimbursement of out-of-pocket-expenses at actual to M/s. Harshad S. Deshpande and Associates, Cost Accountants, Pune (Firm Registration No. 00378) appointed by the Board on the recommendation of the Audit Committee, as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2026.

RESOLVED FURTHER THAT the Board of Directors of the Company, Chief Executive Officer, Chief Financial Officer and Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

4. **TO RATIFY THE REMUNERATION PAYABLE TO THE COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2026-27**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions 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), the Members of the Company be and hereby ratify the payment of remuneration of ₹85,000/- (Rupees Eighty Five Thousand Only), plus applicable taxes and reimbursement of out-of-pocket-expenses at actual to M/s. Harshad S. Deshpande and Associates, Cost Accountants, Pune (Firm Registration No. 00378) appointed by the Board on the recommendation of the Audit Committee, as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2027.

RESOLVED FURTHER THAT the Board of Directors of the Company, Chief Executive Officer, Chief Financial Officer and Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

5. **TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA**

MOTORS LIMITED (TML)

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

“RESOLVED THAT pursuant to the applicable provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and in terms of the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI Master Circular dated 30th January, 2026 and subject to such other statutory approvals as may be necessary, and the Company’s Policy on materiality and dealing with related party transactions, and in accordance with the recommendation of the Audit Committee and the Board, the consent of the Members of the Company be and is hereby accorded to enter into transaction(s) of sale, supply/purchase of goods, materials, tools, dies, fixtures etc. to/from TATA MOTORS LIMITED (TML), selling or otherwise disposing of or buying, leasing of property of any kind to/from TML, rendering/availing of any services to/from TML, warranty expenses, sale or purchase of fixed assets to/from TML, any other transaction including transactions related to rate revisions, reimbursement/ recovery of expenses etc. whether material or otherwise, from the ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027 with TML a Related Party, up to an estimated annual value of ₹360 Crore (Rupees Three Hundred Sixty Crore only) excluding taxes to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and TML.

RESOLVED FURTHER THAT the Board including Committee constituted by the Board (‘Board’), be and are hereby authorized to negotiate and finalize other terms and conditions and to do all such acts, deeds, matters and things including but not limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

6. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA AUTOCOMP HENDRICKSON SUSPENSIONS PRIVATE LIMITED (THSL)

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

“RESOLVED THAT pursuant to the applicable provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and in terms of the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI Master Circular dated 30th January, 2026 and subject to such other statutory approvals as may be necessary, and the Company’s Policy on materiality and dealing with related party transactions, and in accordance with the recommendation of the Audit Committee and the Board, the consent of the Members of the Company be and is hereby accorded to enter into transaction(s) of sale, supply/purchase of goods, materials, tools, dies, fixtures etc. to/from TATA AUTOCOMP HENDRICKSON SUSPENSIONS PRIVATE LIMITED (THSL), selling or otherwise disposing of or buying, leasing of property of any kind to/from THSL, rendering/availing of any services to/from THSL, warranty expenses, sale or purchase of fixed assets to/from THSL, any other transaction including transactions related to rate revisions, reimbursement/ recovery of expenses etc. whether material or otherwise, from the ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027 with THSL, a Related Party, up to an estimated annual value of ₹100 Crore (Rupees One Hundred Crore only) excluding taxes to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and THSL.

RESOLVED FURTHER THAT the Board including Committee constituted by the Board (‘Board’), be and are hereby authorized to negotiate and finalize other terms and conditions and to do all such acts, deeds, matters and things including but not limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

7. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH FIAT INDIA AUTOMOBILES PRIVATE LIMITED (FIAT)

Automotive Stampings and Assemblies Limited

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

“RESOLVED THAT pursuant to the applicable provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and in terms of the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI Master Circular dated 30th January, 2026 and subject to such other statutory approvals as may be necessary and the Company’s Policy on materiality and dealing with related party transactions, and in accordance with the recommendation of the Audit Committee and the Board, the consent of the Members of the Company be and is hereby accorded to enter into transaction(s) of sale, supply/purchase of goods, materials, tools, dies, fixtures etc. to/from FIAT INDIA AUTOMOBILES PRIVATE LIMITED (FIAT), selling or otherwise disposing of or buying, leasing of property of any kind to/from FIAT, rendering/availing of any services to/from FIAT, warranty expenses, sale or purchase of fixed assets to/from FIAT, any other transaction including transactions related to rate revisions, reimbursement/recovery of expenses etc. whether material or otherwise, from the ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027 with FIAT, a Related Party, up to an estimated annual value of ₹250 Crore (Rupees Two Hundred Fifty crore) excluding taxes to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and FIAT.

RESOLVED FURTHER THAT the Board including Committee constituted by the Board (‘Board’) be and are hereby authorized to negotiate and finalize other terms and conditions and to do all such acts, deeds, matters and things including but not limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

8. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA STEEL DOWNSTREAM PRODUCTS LIMITED (TSDPL)

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

“RESOLVED THAT pursuant to the applicable provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and in terms of the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI Master Circular dated 30th January, 2026 and subject to such other statutory approvals as may be necessary, and the Company’s Policy on materiality and dealing with related party transactions, and in accordance with the recommendation of the Audit Committee and the Board, the consent of the Members of the Company be and is hereby accorded to enter into transaction(s) of sale, supply/purchase of goods, materials, tools, Scrap, dies, fixtures etc. to/ from TSDPL, selling or otherwise disposing of or buying, leasing of property of any kind to/ from TATA STEEL DOWNSTREAM PRODUCTS LIMITED (TSDPL), rendering/availing of any services to/from TSDPL, warranty expenses, sale or purchase of fixed assets to/ from TSDPL, any other transaction including transactions related to rate revisions, reimbursement/ recovery of expenses etc. whether material or otherwise, from the ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027 with TSDPL, a Related Party, up to an estimated annual value of ₹310 Crore (Rupees Three Hundred Ten Crore only) excluding taxes to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and TSDPL.

RESOLVED FURTHER THAT the Board including Committee constituted by the Board (‘Board’) be and are hereby authorized to negotiate and finalize other terms and conditions and to do all such acts, deeds, matters and things including but not limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

9. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA AUTOCOMP SYSTEMS LIMITED (TATA AUTOCOMP)

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

“RESOLVED THAT pursuant to the applicable provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and in terms of the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI Master Circular dated 30th January, 2026 and subject to such other statutory approvals as may be necessary, and the Company's Policy on materiality and dealing with related party transactions, and in accordance with the recommendation of the Audit Committee and the Board, the consent of the Members of the Company be and is hereby accorded to enter into transaction(s) of sale, supply/purchase of goods, materials, tools, dies, fixtures etc. to/from TATA AUTOCOMP SYSTEMS LIMITED (TATA AUTOCOMP), selling or otherwise disposing of or buying, leasing of property of any kind to/from TATA AUTOCOMP, rendering/ availing of any services to/from TATAAUTOCOMP, warranty expenses, sale or purchase of fixed assets to/from TATAAUTOCOMP, any transaction in the nature of loan/advance, Guarantee or security from time to time on such terms relating to interest/charges thereon including rollover/ extension of maturity from time to time from TATA AUTOCOMP, any other transaction including transactions related to rate revisions, reimbursement/recovery of expenses etc. whether material or otherwise, from the ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027 with TATA AUTOCOMP, a Related Party, up to an estimated annual value of ₹140 Crore (Rupees One Hundred Forty Crore only) excluding taxes to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and TATAAUTOCOMP.

RESOLVED FURTHER THAT the Board including Committee constituted by the Board ('Board') be and are hereby authorized to negotiate and finalize other terms and conditions and to do all such acts, deeds, matters and things including but not limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

10. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA AUTOCOMP GOTION GREEN ENERGY SOLUTIONS PRIVATE LIMITED (TATA GOTION)

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

“RESOLVED THAT pursuant to the applicable provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and in terms of the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI Master Circular dated 30th January, 2026 and subject to such other statutory approvals as may be necessary, and the Company's Policy on materiality and dealing with related party transactions, and in accordance with the recommendation of the Audit Committee and the Board, the consent of the Members of the Company be and is hereby accorded to enter into transaction(s) of sale, supply/purchase of goods, materials, tools, dies, fixtures etc. to/ from TATA AUTOCOMP GOTION GREEN ENERGY SOLUTIONS PRIVATE LIMITED (TATA GOTION), selling or otherwise disposing of or buying, leasing of property of any kind to/from TATA GOTION, rendering/ availing of any services to/from TATA GOTION, warranty expenses, sale or purchase of fixed assets to/from TATA GOTION, any other transaction including transactions related to rate revisions, reimbursement/ recovery of expenses etc. whether material or otherwise, from the ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027 with TATA GOTION, a Related Party, up to an estimated annual value of ₹265 Crore (Rupees Two Hundred Sixty-Five Crore only) excluding taxes to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and TATA GOTION.

RESOLVED FURTHER THAT the Board including Committee constituted by the Board ('Board') be and are hereby authorized to negotiate and finalize other terms and conditions and to do all such acts, deeds, matters and things including but not limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

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11. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA MOTORS PASSENGER VEHICLES LIMITED (TMPVL)

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

“RESOLVED THAT pursuant to the applicable provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and in terms of the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI Master Circular dated 30th January, 2026 and subject to such other statutory approvals as may be necessary, and the Company’s Policy on materiality and dealing with related party transactions, and in accordance with the recommendation of the Audit Committee and the Board, the consent of the Members of the Company be and is hereby accorded to enter into transaction(s) of sale, supply/purchase of goods, materials, tools, dies, fixtures etc. to/ from TATA MOTORS PASSENGER VEHICLES LIMITED (TMPVL), selling or otherwise disposing of or buying, leasing of property of any kind to/from TMPVL, rendering/availing of any services to/ from TMPVL, warranty expenses, sale or purchase of fixed assets to/ from TMPVL, any other transaction including transactions related to rate revisions, reimbursement/recovery of expenses etc. whether material or otherwise, from the ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027 with TMPVL, a Related Party, up to an estimated annual value of ₹395 Crore (Rupees Three Hundred Ninety-Five Crore only) excluding taxes to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and TMPVL.

RESOLVED FURTHER THAT the Board including Committee constituted by the Board (‘Board’) be and are hereby authorized to negotiate and finalize other terms and conditions and to do all such acts, deeds, matters and things including but not limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

12. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA PASSENGER ELECTRIC MOBILITY LIMITED (TPEML)

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

“RESOLVED THAT pursuant to the applicable provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and in terms of the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI Master Circular dated 30th January, 2026 and subject to such other statutory approvals as may be necessary, and the Company’s Policy on materiality and dealing with related party transactions, and in accordance with the recommendation of the Audit Committee and the Board, the consent of the Members of the Company be and is hereby accorded to enter into transaction(s) of sale, supply/purchase of goods, materials, tools, dies, fixtures etc. to/from TATA PASSENGER ELECTRIC MOBILITY LIMITED (TPEML), selling or otherwise disposing of or buying, leasing of property of any kind to/from TPEML, rendering/availing of any services to/ from TPEML, warranty expenses, sale or purchase of fixed assets to/ from TPEML, any other transaction including transactions related to rate revisions, reimbursement/recovery of expenses etc. whether material or otherwise, from the ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027 with TPEML, a Related Party, up to an estimated annual value of ₹150 Crore (Rupees One Hundred Fifty Crore only) excluding taxes to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and TPEML.

RESOLVED FURTHER THAT the Board including Committee constituted by the Board (‘Board’) be and are hereby authorized to negotiate and finalize other terms and conditions and to do all such acts, deeds, matters and things including but not limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

13. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TM AUTOMOTIVE SEATING SYSTEMS PRIVATE LIMITED (TM SEATINGS)

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

“RESOLVED THAT pursuant to the applicable provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and in terms of the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI Master Circular dated 30th January, 2026 and subject to such other statutory approvals as may be necessary, and the Company's Policy on materiality and dealing with related party transactions, and in accordance with the recommendation of the Audit Committee and the Board, the consent of the Members of the Company be and is hereby accorded to enter into transaction(s) of sale, supply/purchase of goods, materials, tools, dies, fixtures etc. to/from TMAUTOMOTIVE SEATING SYSTEMS PRIVATE LIMITED (TM SEATINGS), selling or otherwise disposing of or buying, leasing of property of any kind to/from TM SEATINGS, rendering/availing of any services to/from TM SEATINGS, warranty expenses, sale or purchase of fixed assets to/ from TM SEATINGS, any other transaction including transactions related to rate revisions, reimbursement/recovery of expenses etc. whether material or otherwise, from the ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027 with TM SEATINGS, a Related Party, up to an estimated annual value of ₹100 Crore (Rupees One Hundred Crore only) excluding taxes to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and TM SEATINGS.

RESOLVED FURTHER THAT the Board including Committee constituted by the Board ('Board') be and are hereby authorized to negotiate and finalize other terms and conditions and to do all such acts, deeds, matters and things including but not limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

14. TO APPROVE COMMISSION PAYABLE TO THE DIRECTORS OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, or any amendment thereto or modification thereof and based on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for payment of remuneration/compensation by way of profit related commission or otherwise as permissible (excluding Goods and Services Tax, if any, thereon) to the Non-Executive Directors including Independent Directors of the Company, of such sum or sums and in such proportion/manner and upto such extent for each financial year commencing from FY 2025-26 as the Board of Directors shall determine from time to time within the overall maximum limit of 1% (one percent) per annum of the Net Profits of the Company for the relevant financial year computed in the manner as laid down in Section 198 and other applicable provisions of the Act and Rules made thereunder.

RESOLVED FURTHER THAT the remuneration/compensation by way of profit related commission or otherwise as permissible (excluding Goods and Services Tax, if any, thereon) payable to the Non-Executive Director(s) shall be in addition to the sitting fees and other reimbursement of expenses payable to each of them for participation in the Board, Committee and other meetings.

RESOLVED FURTHER THAT the Board of Directors, Chief Executive Officer, Chief Financial officer and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and

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things including but not limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

15. RATIFICATION AND APPROVAL FOR CHANGE IN REMUNERATION / COST TO COMPANY (CTC) STRUCTURE OF MR. SUSHAS DODE, MANAGER DESIGNATED AS CHIEF EXECUTIVE OFFICER (CEO)

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:

“**RESOLVED THAT** in partial modification of earlier resolution passed at the 33rd Annual General Meeting (AGM) of the Company held on August 14, 2023 related to the appointment and resolution passed at the 35th Annual General Meeting (AGM) held on July 30, 2025 related to approval of revision in remuneration of Mr. Suhas Dode, Manager designated as Chief Executive Officer of the Company and pursuant to the provisions of Sections 196, 197, 198, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and SEBI (Listing and Disclosure Requirements) Regulations, 2015, including any statutory modification or re-enactment thereof for the time being in force, consent of the Members be and is hereby accorded to ratify and approve change in Remuneration {Cost to Company (CTC) Structure}, in line with India’s New Labour Code (“Wage Code”), paid or payable, to Mr. Suhas Dode, Manager designated as Chief Executive Officer of the Company, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) in the following manner and fixation of scale with authority to the Board of Directors (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) within such maximum amount, increasing thereby, proportionately, all benefits related to the quantum of salary, for the period from April 01, 2026 till the conclusion of 36th Annual General Meeting.

Remuneration:

- a. **Basic Salary:** In the scale of ₹90,000 to ₹3,00,000/- per month with authority to the Board and/or Nomination and Remuneration Committee to fix his basic salary within the above scale, the Salary with effect from April 01, 2026 being ₹1,21,791/- per month. The increments may be decided by the Board and/or Nomination and Remuneration Committee from time to time.
- b. **Incentive Remuneration:** The base performance incentive remuneration is ₹11,01,819 p.a. amount of Incentive remuneration can go up to 150% of ₹11,01,819 p.a. and may be paid at the discretion of the Board and/or Nomination and Remuneration Committee and based on certain performance criteria.
- c. **Perquisites and allowances:** Mr. Suhas Dode will be entitled to the perquisites and allowances as per the Company Rules in addition to the salary and incentive remuneration. Such allowances (A) and perquisites (B) will be subject to a maximum of 430% of his annual basic salary earned in a respective financial year under the following criteria:
 - In arriving at the value of the perquisites in so far as there exists a provision for valuation of perquisites under the Income Tax Rules, the value shall be determined on the basis of Income Tax Rules in force from time to time. In the absence of any such Rules, Perquisites and allowances shall be determined at actual cost incurred by the Company in providing such perquisites and allowances.
 - Company’s contribution to Provident Fund and Superannuation Fund or Annuity Fund (subject to tax), to the extent these either singly or together are not taxable under the Income-tax Act, Gratuity payable as per the rules of the Company and encashment of leave at the end of the tenure shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

In particular, the following perquisites and allowances are allowed to Mr. Suhas Dode w.e.f. April 01, 2026.

A) Allowances:

- Conveyance allowance – ₹1,59,903 per month
- Personal Pay - ₹1,95,477/- per month

B) Perquisites:

i) Remuneration in the Form of Long Term Incentive (LTI)

Mr. Suhas Dode is eligible for the Long-Term Incentive under “TATA AUTOCOMP SYSTEMS LIMITED – Share Based Long Term Incentive Plan (Stock Settled) 2025–26” (hereinafter referred to as the “Stock Settled Plan”). In accordance with the Stock Settled Plan, Mr. Dode will be eligible for the grant of 1,131 (One Thousand One Hundred Thirty-One) Performance Stock Units (“PSUs”), in accordance with the provisions of the Stock Settled Plan, as amended from time to time.

The grant of PSUs shall be subject to the terms and conditions as set out under the Stock Settled Plan and formal grant letter to be issued in accordance with the Stock Settled Plan. The vesting period for PSU granted to Mr. Suhas Dode in accordance with the Stock Settled Plan shall be two (2) years or such other period as may be decided by the Nomination and Remuneration Committee and/or the Board of Directors of TATA AutoComp Systems Limited (Holding Company).

In case of any corporate action(s) of TATA AutoComp Systems Limited (“TACO”), Holding Company of the Company, the number of PSUs as aforesaid shall be deemed to be adjusted proportionately.

“TATAAUTOCOMP SYSTEMS LIMITED – Share Based Long Term Incentive Plan (Stock Settled) 2025–26” (“Stock Settled Plan”) has been duly approved by the Board of Directors of the Holding Company i.e. TATA AutoComp Systems Limited (“TACO”), at its meeting held on February 06, 2026 and was subsequently approved by the shareholders of TACO at the Extra Ordinary General Meeting held on March 30, 2026. The grant of PSUs to Mr. Suhas Dode shall be governed in accordance with the provisions of the Stock Settled Plan, as amended from time to time.

- ii) Housing:** The Company may provide hired unfurnished accommodation; or where no accommodation is provided by the Company, then House Rent Allowance shall be paid. The Rent for the accommodation and/or House Rent Allowance shall be subject to a ceiling of an amount equal to 100% of basic salary of the respective financial year of the appointee.
- iii) Leave and Leave Travel Concession:** Leave on full salary & encashment of unavailed balance during the tenure shall be as per the rules of the Company. The Leave Travel Allowance may be paid by way of a monthly/annual allowance subject to a ceiling of 8.34% of Basic salary in a respective financial year as per the rules of the Company.
- iv) Insurance:** Mr. Suhas Dode shall be eligible for the benefit of Group Mediclaim Insurance and Group Personal Accident Insurance Policies taken out as per the rules of the Company.
- v) Other benefits/ amenities like sale assets, if any at concessional rate after the specified period, cash allowance in lieu of certain amenities/benefits, etc., shall be as per the rules of the Company.**
- vi) Contributions to Provident Fund, Superannuation Fund or Annuity Fund shall be as per the rules of the Company.**
- vii) Gratuity and encashment of leave at the end of his tenure shall be permitted as per the rules of the Company.**

RESOLVED FURTHER THAT the Board/Nomination and Remuneration Committee be and are hereby authorised to alter and vary the terms and conditions of appointment and/or remuneration of Mr. Suhas Dode, subject to the same not exceeding the limits specified under Section 197, read with Schedule V of the Act (including any statutory modifications or re-enactment(s) thereof, for the time being in force).

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RESOLVED FURTHER THAT the Board of Directors of the Company (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 are hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

16. REVISION IN REMUNERATION OF MR. SUHAS DODE, MANAGER DESIGNATED AS CHIEF EXECUTIVE OFFICER

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT in partial modification of earlier resolution passed at the 33rd Annual General Meeting (AGM) of the Company held on August 14, 2023 related to the appointment and 35th Annual General Meeting (AGM) held on July 30, 2025 related to approval of revision in remuneration of Mr. Suhas Dode, Manager designated as Chief Executive Officer of the Company and pursuant to the provisions of Sections 196, 197, 198, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and SEBI (Listing and Disclosure Requirements) Regulations, 2015, including any statutory modification or re-enactment thereof for the time being in force, consent of the Members be and is hereby accorded to revise the Terms of remuneration payable to Mr. Suhas Dode, Manager designated as Chief Executive Officer of the Company in the following manner, by way of change in amount of salary payable to Mr. Suhas Dode, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) and fixation of scale with authority to the Board of Directors (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) within such maximum amount, increasing thereby, proportionately, all benefits related to the quantum of salary, w.e.f. April 01, 2026 till April 30, 2028.

Remuneration:

- a. **Basic Salary:** In the scale of ₹90,000 to ₹3,00,000/- per month with authority to the Board and/or Nomination and Remuneration Committee to fix his basic salary within the above scale, the Salary with effect from April 01, 2026 being ₹1,27,881/- per month. The increments may be decided by the Board and/or Nomination and Remuneration Committee from time to time.
- b. **Incentive Remuneration:** The base performance incentive remuneration is ₹11,50,925/-PA. amount of Incentive remuneration can go up to 150% of ₹11,50,925/-PA. and may be paid at the discretion of the Board and/or Nomination and Remuneration Committee and based on certain performance criteria.
- c. **Perquisites and allowances:** Mr. Suhas Dode will be entitled to the perquisites and allowances as per the Company Rules in addition to the salary and incentive remuneration. Such allowances (A) and perquisites (B) will be subject to a maximum of 430% of his annual basic salary earned in a respective financial year under the following criteria:
 - In arriving at the value of the perquisites in so far as there exists a provision for valuation of perquisites under the Income Tax Rules, the value shall be determined on the basis of Income Tax Rules in force from time to time. In the absence of any such Rules, Perquisites and allowances shall be determined at actual cost incurred by the Company in providing such perquisites and allowances.
 - Company's contribution to Provident Fund and Superannuation Fund or Annuity Fund (subject to tax), to the extent these either singly or together are not taxable under the Income-tax Act, Gratuity payable as per the rules of the Company and encashment of leave at the end of the tenure shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

In particular, the following perquisites and allowances are currently allowed to Mr. Suhas Dode w.e.f. April 01, 2026 & effective from May 01, 2026, due to car lease policy of the Company.

A) Allowances/Reimbursement:

- Driver Allowance - ₹10,000/- per month (effective from May 01, 2026)
- Conveyance Allowance – ₹1,64,840/- per month (till April 30, 2026) and ₹71,127/- per month (effective from May 01, 2026)
- Fuel Reimbursement ₹12,500/- per month (effective from May 01, 2026)
- Personal Pay: ₹2,18,630/- per month
- Car Lease: ₹61,009/- per month (effective from May 01, 2026)
- Insurance and Maintenance Reimbursement : ₹10,204/- per month (effective from May 01, 2026)

B) Perquisites: -

i) Remuneration in the Form of Long Term Incentive (LTI)

Mr. Suhas Dode is eligible for the Long-Term Incentive under “TATA AUTOCOMP SYSTEMS LIMITED – Share Based Long Term Incentive Plan (Stock Settled) 2025–26” (hereinafter referred to as the “Stock Settled Plan”). In accordance with the Stock Settled Plan, Mr. Dode will be eligible for the grant of 1,131 (One Thousand One Hundred Thirty-One) Performance Stock Units (“PSUs”), in accordance with the provisions of the Stock Settled Plan, as amended from time to time.

The grant of PSUs shall be subject to the terms and conditions as set out under the Stock Settled Plan and formal grant letter to be issued in accordance with the Stock Settled Plan. The vesting period for PSU granted to Mr. Suhas Dode in accordance with the Stock Settled Plan shall be two (2) years or such other period as may be decided by the Nomination and Remuneration Committee and/or the Board of Directors of TATA AutoComp Systems Limited (Holding Company).

In case of any corporate action(s) of TATA AutoComp Systems Limited (“TACO”), Holding Company of the Company, the number of PSUs as aforesaid shall be deemed to be adjusted proportionately.

“TATAAUTOCOMP SYSTEMS LIMITED – Share Based Long Term Incentive Plan (Stock Settled) 2025–26” (“Stock Settled Plan”) has been duly approved by the Board of Directors of the Holding Company i.e. TATA AutoComp Systems Limited (“TACO”), at its meeting held on February 06, 2026 and was subsequently approved by the shareholders of TACO at the Extra Ordinary General Meeting held on March 30, 2026. The grant of PSUs to Mr. Suhas Dode shall be governed in accordance with the provisions of the Stock Settled Plan, as amended from time to time.

- ii) Housing:** The Company may provide hired unfurnished accommodation; or where no accommodation is provided by the Company, then House Rent Allowance shall be paid. The Rent for the accommodation and/or House Rent Allowance shall be subject to a ceiling of an amount equal to 100% of basic salary of the respective financial year of the appointee.
- iii) Leave and Leave Travel Concession:** Leave on full salary & encashment of unavailed balance during the tenure shall be as per the Rules of the Company. The Leave Travel Allowance may be paid by way of a monthly/ annual allowance subject to a ceiling of 8.34% of Basic salary in a respective financial year as per the rules of the Company.
- iv) Insurance:** Mr. Suhas Dode shall be eligible for the benefit of Group Mediciam Insurance and Group Personal Accident Insurance Policies taken out as per the Rules of the Company.
- v) Other benefits/ amenities like sale assets,** if any at concessional rate after the specified period, cash

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allowance in lieu of certain amenities/ benefits, etc., shall be as per the rules of the Company.

- vi) Contributions to Provident Fund, Superannuation Fund or Annuity Fund shall be as per the rules of the Company.
- vii) Gratuity and encashment of leave at the end of his tenure shall be permitted as per the Rules of the Company.

Minimum Remuneration

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Suhas Dode, the Company has no profit or its profits are inadequate, the Company shall nevertheless continue to pay to Mr. Suhas Dode remuneration for a remaining period of his appointment, by way of salary, incentive remuneration, perquisites and allowances not exceeding the limits stipulated pursuant to Companies Act, 2013 and Rules made thereunder and under Section II of Part II of Schedule V of the Companies Act, 2013 for the time being in force (including any statutory modifications or re-enactment thereof), or such other limits as may be prescribed by the Government from time to time as may be applicable as minimum remuneration.

RESOLVED FURTHER THAT terms and conditions of remuneration shall be on similar lines of the Agreement as executed earlier with Mr. Suhas Dode.

RESOLVED FURTHER THAT any one of the Directors, Mr. Sudipta Marjit, Group Head-HR, Business Excellence and OSM, Authorised Signatory and Mr. Krishna Dayma, Company Secretary of the Company be and are hereby severally authorized to execute on behalf of the Company Agreement / Supplementary Agreement to the earlier Agreements with Mr. Suhas Dode and that the common seal of the Company be affixed on the same in the presence of the Secretary in accordance with the Articles of Association of the Company.

RESOLVED FURTHER THAT any one of the Directors and Mr. Krishna Dayma, Company Secretary be and are hereby severally authorised to sign necessary e-forms along with its attachments and affixing of digital signature on the same.

BY ORDER OF THE BOARD
For Automotive Stampings and Assemblies Limited

Krishna Dayma
Company Secretary
M. No: A54238

Date : July 01, 2026

Place : Pune

Registered Office:

TACO House, Plot No- 20/B FPN085, V.G. Damle Path,
Off Law College Road, Erandwane, Pune: 411004, Maharashtra, India

NOTES

1. The Ministry of Corporate Affairs ('MCA'), inter alia, vide its General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being General Circular No 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars') read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated 30 January, 2026 ("SEBI Circular") and other applicable circulars and notifications issued including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, has permitted the holding of the AGM through Video Conferencing ('VC') or through Other Audio-Visual Means ('OAVM'), without the physical presence of the Members. In compliance with the said Circulars, AGM shall be conducted through VC/OAVM at deemed venue TACO House, Plot No. 20/B FPN085, V.G. Damle Path, Off Law College Road, Erandwane, Pune: 411004 Maharashtra, India.
2. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business of the Notice is annexed hereto. Requisite declarations have been received from Director(s) for seeking appointment/re-appointment. [Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 ('SS-2') on General Meetings issued by the Institute of Company Secretaries of India]
3. Pursuant to Section 113 of the Act, Institutional /Corporate members (i.e., any Body Corporate) may appoint its representative to attend the AGM on their behalf and to vote electronically either during the remote e-voting period or during the AGM. For this necessary Resolution/Authorization should be sent electronically through their registered email address to the Scrutinizer at cssvdandassociates@gmail.com with a copy marked to cs@autostampings.com.
4. Members attending the AGM through VC/OAVM shall be counted for the purpose of determining the quorum. [Section 103 of the Act]
5. The attendance through VC/OAVM is restricted and hence Members will be allowed on first come first served basis. However, as per the MCA Circulars attendance of Members holding more than 2% of the shares of the Company, Institutional Investors as on the Cut-off Date, Directors, Key Managerial Personnel and Auditors will not be restricted on first come first served basis.
6. In accordance with the provisions of Article 36 of Articles of Association of the Company, Mr. Arvind Goel (DIN: 02300813) will retire by rotation at the ensuing AGM and being eligible, offers himself for re-appointment. Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pursuant to Section 118(10) of the Act and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI). Additional information in respect of Directors retiring by rotation seeking re-appointment at the AGM is given in the Corporate Governance Section of this Annual Report.
7. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars on holding AGM through VC/OAVM mode, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.
8. Queries on financial statements and/or operations of the Company, if any, may please be sent to the Company at email ID: cs@autostampings.com, 7 (Seven) days in advance of the Meeting so that the answers may be made available at the AGM.
9. The applicable Statutory Registers of the Company under provisions of the Companies Act, 2013, will be available electronically for inspection by the Members before as well as during the AGM. Members seeking to inspect such documents can send an e-mail to cs@autostampings.com

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10. The cut-off date for e-voting will be Thursday, July 23, 2026.
11. As per Regulation 40 of SEBI Listing Regulations, as amended from time to time, securities of listed companies can be transferred/transmitted and transposed only in dematerialised form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or MUFG Intime India Private Limited (Earlier Link Intime India Private Limited), Company's Registrar and Transfer Agents for assistance in this regard.

With effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service request. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of valid demat account details along with the latest Client Master List (not older than 2 months), Demat Conversion Request Form for NSDL/ Demat Request form for CDSL and Latest Client Master List, both attested by Depository Participant, besides mandatory documents for the subject service requests subject to folio being KYC Compliant. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4.

Request for Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Further, all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form.

12. Transfer of Unclaimed/Unpaid amounts and shares to the Investor Education and Protection Fund (IEPF)
 - a. Pursuant to Section 124 and 125 and all other applicable provisions, if any, of the Companies Act, 2013, ('The Act') the amount of the dividend remaining unpaid or unclaimed for a period of 7 (Seven) years from the date of transfer to unpaid dividend account of the Company shall be transferred to the Investor Education and Protection Fund (the "Fund") set up by the Government of India.
 - b. Further, in accordance with Section 124(6) of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, amongst other matters, all shares in respect of which dividend has remained unclaimed or unpaid for 7 (Seven) consecutive years or more are required to be transferred to the Demat Account of the IEPF Authority. Accordingly, all the shares in respect of which dividends were declared upto the financial years ended March 31, 2012 and remained unpaid or unclaimed were transferred to the IEPF Demat Account. The details of unpaid/ unclaimed dividend and numbers of shares liable to be transferred / transferred are available on website: www.autostampings.com
 - c. Members are requested to note that no claim shall lie against the Company in respect of any amount of dividend remaining unclaimed/unpaid for a period of 7 (Seven) years from the dates they became first due for payment. However, Shareholders may claim from IEPF Authority both unclaimed dividend amount and the shares transferred to IEPF Demat Account as per the applicable provisions of Companies Act, 2013 and rules made thereunder. The Member/ Claimant is required to make an online application to the IEPF Authority in Form IEPF-5 (available on www.iepf.gov.in) along with requisite fees as decided by the IEPF Authority from time to time. The Member/Claimant can file only one consolidated claim in a financial year as per the IEPF Rules. In order to help Members to ascertain the status of Unclaimed Dividends, the Company has uploaded the information in respect of Unclaimed Dividends on the website of Investor Education and Protection Fund: www.iepf.gov.in and on the website of the Company: www.autostampings.com.
13. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, bank mandate details, etc., to their DPs in case the shares are held in electronic form and to the Registrar at Pune@in.mpms.mufg.com in case the shares are held in physical form, quoting your folio no. Further, Members may note that SEBI has mandated the submission of PAN by every participant in securities

market.

14. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If Member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form SH-14. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the Registrar & Transfer Agents at Pune@in.mpms.mufg.com in case the shares are held in Physical Form, quoting your Folio No.
15. Members may note that as per SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/ 2024/37 dated May 7, 2024, it is mandatory for all holders of physical securities in listed entities to update their KYC and choice of Nomination with the Registrar and Share Transfer Agent ('RTA'), in case they have not updated the same. As per the SEBI Circular, effective from April 1, 2024.

RTA will attend to all service requests of the shareholders with respect to transmission, dividend, etc., only after updating the above details in the records.

As per the aforesaid SEBI Circular, Members holding securities in physical form may note that any future dividend payable against their shareholding would be withheld if their KYC and choice of Nomination are not updated with the RTA. For the purpose of updation of KYC and choice of Nomination, Members are requested to send the necessary forms (ISR-1, ISR-2 and SH-13) along with the necessary attachments mentioned in the said Forms to RTA.

16. Members who wish to inspect the relevant documents referred above and those in the Notice can send an email to cs@autostampings.com up to date of this AGM.
17. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
18. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.
19. Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice along with Annual Report has been disclosed on the website of the Company at www.autostampings.com and also available on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com and on the website of NSDL at www.evoting.nsdl.com.
20. The Company will also be publishing an advertisement in newspapers containing the details about the AGM i.e., date and time of AGM, details for e-voting, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses, manner of providing mandate for dividends, and other matters as may be required.

The physical copy of the Annual Report will be sent to the Shareholders based on the specific request received. A letter containing the web-link, including the exact path, where complete details of the Annual Report are available, is being sent to all the Shareholders who have not registered their Email IDs with the Company or Depository Participants or MUFG Intime India Private Limited (Earlier Link Intime India Private Limited), Registrar & Transfer Agent (RTA) of the Company.

In case any Member wishes to get a physical copy of the Annual Report, a request may be sent to the Company at cs@autostampings.com or RTA at email: Pune@in.mpms.mufg.com mentioning the folio number / DP ID and Client ID numbers, as the case may be.

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21. As per the Scheme of Arrangement (demerger) of 2001 between the Company and JBM Auto Limited (formerly known as JBM Auto Components Limited), the Members of the Company were required to surrender the original share certificates of the Company for exchange of new shares certificates of both the Companies. The Company had pending share certificates of those Members who had not submitted their share certificates in terms of the scheme of arrangement for exchange and also of those Members in whose case new share certificates remained undelivered. In compliance with Clause 5A of the erstwhile Listing Agreement issued by SEBI, after following the prescribed procedure, the shares which remained unclaimed, were dematerialized and transferred to a demat account in the name of "Automotive Stampings and Assemblies Limited - Unclaimed Securities Suspense Account".

The Members are requested to refer the note w.r.t. Unclaimed Shares in Corporate Governance Report for further information in this behalf.

22. Non-Resident Indian Members are requested to inform the Company/Depository Participant, immediately of:

- a. Change in their residential status on return to India for permanent settlement.
- b. Particulars of their bank account maintained in India with complete Bank Name, Branch, Account Type, MICR number, Account Number and Address of the bank with pin code number, if not furnished earlier.

23. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their respective Depository Participants. Members holding shares in physical form are requested to submit their PAN details to the Company or its Registrar & Transfer Agents.

26 Voting through electronic means:

1. The complete details of the instructions for e-voting are annexed to this Notice. These details form an integral part of the Notice.
2. In compliance with provisions of Section 108 of the Companies Act, 2013 and rules framed there under, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to offer e-voting facility to the Members to exercise their right to vote by electronic means on all Resolutions set forth in the Notice convening the 36th Annual General Meeting through National Securities Depository Limited (NSDL).
3. The e-voting facility is available at the link www.evoting.nsdl.com.
4. The remote e-voting facility will be available during the following voting period:

Start Day, Date & Time	End Day, Date & Time
Monday, July 27, 2026 at 09.00 A.M. (IST)	Wednesday, July 29, 2026, 05.00 P.M. (IST)

5. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast vote again.

6. The voting rights of Members (for voting through e-voting or voting at the meeting) shall be in proportion to their share(s) in the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, July 23, 2026. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Thursday, July 23, 2026 only shall be entitled to avail the facility of e-voting as well as voting at the AGM.
7. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holds shares as on the cut-off date i.e. Friday, June 26, 2026 may follow the instructions for e-voting mentioned below. In case such Member has not updated his or her PAN with the Company or the Depository Participant, may obtain the sequence number by sending a request at Pune@in.mpms.mufg.com
8. For the benefit of Members present at the Meeting and who have not cast their votes through remote e-voting, the facility for e-voting will be available during the Meeting. The Members who have cast their votes by remote e-voting may attend the Meeting but shall not be entitled to cast their vote again at the AGM.
9. The Board of Directors of the Company has appointed CS Sridhar Mudaliar, Partner, SVD & Associates or failing him CS Meenakshi Deshmukh, Partner, SVD & Associates Company Secretaries, Pune to act as Scrutinizer for conducting the e-voting process in a fair and transparent manner.
10. The Scrutinizer immediately after the conclusion of the AGM, will unblock the votes cast through remote e-voting and e-voting at the AGM and shall make a consolidated scrutinizer's report of the total votes cast in Favour or Against, Invalid Votes, if any, and whether the resolutions have been carried or not, and such report shall then be sent to the Chairperson or a person authorized by him, within 48 (Forty Eight) hours from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.
11. The results declared along with the Scrutinizer's Report will be placed on the Company's website: www.autostampings.com and on the website of NSDL www.evoting.nsdl.com immediately after their declaration and the same shall be simultaneously communicated to BSE Limited and National Stock Exchange of India Limited.
12. e-Voting Event Number ('EVEN') of the Company is 139869.
13. The Notice of Annual General Meeting was approved by the Board of Directors at its meeting held on July 01, 2026.
14. SEBI has issued a circular dated March 19, 2025, titled "Harnessing DigiLocker as a Digital Public Infrastructure for Reducing Unclaimed Assets in the Indian Securities Market" to address the issue of unclaimed financial assets. This initiative enables investors to store and access information of their demat and mutual fund holdings through DigiLocker, a key Digital Public Infrastructure, benefiting investors and their families. Shareholders can also appoint Data Access Nominees within the DigiLocker application. In case of an unfortunate event of demise of shareholder, the nominees will be provided readonly access to the DigiLocker account, ensuring that essential financial information is accessible to legal heirs. For details, you may refer the above mentioned circular at https://www.sebi.gov.in/legal/circulars/mar-2025/harnessing-digilocker-as-a-digitalpublic-infrastructure-for-reducing-unclaimedassets-in-the-indian-securities-market_92769.htm
15. The Company has designated an exclusive e-mail id viz. cs@autostampings.com to enable Investors to register their grievances, if any. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Thursday, July 23, 2026 through email on cs@autostampings.com. The same will be replied by the Company suitably. Members may note that in case of any dispute against the Company and/or its Registrar and Share Transfer Agent, SEBI vide its Circular SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/14 dated 11 August 2023, has introduced Online Dispute Resolution (ODR), which is in addition to the existing

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SCORES platform which can be utilized by the investors and the Company for dispute resolution. Please note that the investors can initiate dispute resolution through the ODR portal only after exhausting the option to resolve dispute with the Company and on the SCORES platform. The ODR portal can be accessed at <https://smartodr.in/login> and also on Company's Website at www.autostampings.com For more details, please see the following weblinks of the Stock Exchanges: BSE: <https://bsecrecs.bseindia.com/ecomplaint/frmlInvestorHome.aspx> NSE: <https://www.nseindia.com/complaints/online-dispute-resolution>

REMOTE E-VOTING THROUGH ELECTRONIC MEANS


THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>

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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.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.nsd.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 :

	For Physical shareholders and other than individual shareholders holding shares in Demat.
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 139869 then user ID is 139869001***

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.nsd.com.
 - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsd.com.

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- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select “EVEN - 139869” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
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 cssvdassociates@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/ Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@autostampings.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@autostampings.com. If

you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@autostampings.com. The same will be replied by the company suitably.
6. Registration of Speaker:

Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail ID mentioning their name, DP ID and Client ID/Folio number, PAN, mobile number at cs@autostampings.com from Tuesday, July 21, 2026, (9:00 a.m. IST) to Thursday, July 23, 2026 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

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ANNEXURE TO THE NOTICE

(Explanatory Statement pursuant to Section 102 of the Companies Act, 2013)

Pursuant to Section 102 of the Companies Act, 2013 ('Act'), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 3 to 14 of the accompanying Notice dated July 01, 2026.

Special Business:

ITEM NO 3 & 4: TO RATIFY THE REMUNERATION PAYABLE TO THE COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2025-26 AND FINANCIAL YEAR 2026-27

FINANCIAL YEAR 2025-26

On the recommendation of the Audit Committee, the Board of Directors at their meeting held on April 25, 2025 approved the appointment of M/s. Harshad S. Deshpande & Associates, Cost Accountants (Firm Registration No.: No. 00378), as Cost Auditors of the Company for conducting the audit of the cost records of the Company, for the financial year ending March 31, 2026 at a remuneration of ₹75,000/- (Rupees Seventy-Five Thousand Only) plus taxes as may be applicable and reimbursement of such other out of pocket expenses, as may be incurred by them during the course of Audit. Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Members are required to ratify the remuneration to be paid to the Cost Auditors of the Company.

FINANCIAL YEAR 2026-27

On the recommendation of the Audit Committee, the Board of Directors at their meeting held on April 25, 2026 approved the appointment of M/s. Harshad S. Deshpande & Associates, Cost Accountants (Firm Registration No.: No. 00378), as Cost Auditors of the Company for conducting the audit of the cost records of the Company, for the financial year ending March 31, 2027 at a remuneration of ₹85,000/- (Rupees Eighty-Five Thousand Only) plus taxes as may be applicable and reimbursement of such other out of pocket expenses, as may be incurred by them during the course of Audit. Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Members are required to ratify the remuneration to be paid to the Cost Auditors of the Company.

To ensure alignment with market practice and regulatory requirements, the resolution outlined in Item No. 4 has also been included in this Notice, in addition to Item No. 3.

Accordingly, the Members of the Company are requested to ratify remuneration payable to the Cost Auditors for conducting the Audit of Cost records, for the financial year ending March 31, 2026 and March 31, 2027.

M/s. Harshad S. Deshpande & Associates, Cost Accountants. have consented to act as the Cost Auditors of the Company for the financial year 2025-26 and 2026-27 and have furnished a certificate confirming their eligibility for such appointment.

Mr. Harshad Deshpande started his practice as a Cost Consultant in the year 2003. The firm intends to diversify its expertise into different domains, expanding into a global customer community. The firm is engaged in the business of offering consultancy in the field of Cost and Management Accounting, Financial Management, Direct & Indirect Taxation, Customs, Anti-Dumping and other finance related consultancy services.

The firm has earned a good reputation its domain of Cost & Management consultancy, Direct & Indirect Taxation. The firm has the ability to align its business with customer's requirement.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this item.

Accordingly, the Board recommends the Resolution as set out in Item No. 3 & Item No. 4 of this Notice for approval of the Members as an Ordinary Resolution.

ITEM NO 5: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA MOTORS LIMITED (TML)

Pursuant to Section 188 and any other applicable provisions of the Companies Act 2013 (“Act”) and Rules framed thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, all Related Party Transactions (RPT) shall require prior approval of the Audit Committee and all Material Related Party Transactions shall require prior approval of the Members.

Tata Motors Limited (TML) is related party of the Company as per the Act read with Rules, Listing Regulations and as per applicable Indian Accounting Standard (IND-AS). Your Company operates in Sheet Metal Components, Assemblies and Sub-Assemblies segment of the Auto Components Industry. It manufactures a range of sheet metal components and assemblies for the Automobile Industry and is a Tier One auto components supplier. It supplies sheet metal components and assemblies to major OEMs. Your Company has been selling, supplying sheet metal components and assemblies etc. to TML and has business relationship with TML since inception. Your Company also provides certain support services to TML and vice versa. Further there are certain expenses which are cross charged and are recovered by TML and vice versa accordingly.

As per Regulation 23 of Listing Regulations a transaction with a related party shall be considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds Ten Per Cent of the Annual Consolidated Turnover of the Listed Entity, if the Turnover of the Listed Entity as per the last Audited Financial Statements of the Listed Entity is upto 20,000 crores. All Material Related Party Transactions shall require prior approval of the Members.

Major sales/revenue from operations of the Company are generated from TML which is a related party for your Company. Your Company supplies just in time/just in sequence all components required by TML being the Company located in proximity to TML. Further your Company enters into various transaction(s) such as Sale,

Supply/Purchase of Goods, Materials, Tools, Dies and Fixtures to/from TML, Selling or Otherwise Disposing off or Buying, Leasing of Property of any kind to/from TML, Rendering/Availing of any services to/from TML, Warranty Expenses, Sale or Purchase of Fixed Assets to/from TML, any other transaction including transactions related to Rate Revisions, Reimbursement/Recovery of Expenses etc. whether material or otherwise for its various projects. The objective being to serve in a most efficient way and providing just-in-time deliveries. In light of the above, your Company has been dealing through such transactions with the said related party.

The Members of the Company at its 35th (Thirty-Fifth) Annual General Meeting held on July 30, 2025 approved material RPTs with TML for a period w.e.f. July 30, 2025 till the ensuing Annual General Meeting (AGM) of FY 2025-26 for an aggregate limit of ₹350 Crore p.a. (excluding taxes).

In compliance with the said Listing Regulations, the Management of the Company furnished the Audit Committee with all relevant details, as required under industry standards, regarding the proposed related party transactions (RPTs), these included the rationale, material terms, justification for why the transactions are in the Company's interest, and the basis of pricing. At its meeting held on April 25, 2026, the Audit Committee reviewed and noted the certificate submitted by the Chief Executive Officer and Chief Financial Officer, confirming that the terms of the proposed RPTs are in the Company's interest.

Considering business plans of the Company, the Board of Directors of the Company on recommendation of Audit Committee at its meeting held on April 25, 2026 approved the limit of ₹360 Crore p.a. (plus applicable taxes) for a period w.e.f. ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027, subject to approval of the Members at the ensuing Annual General Meeting (AGM).

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The individual transaction values would be commercially agreed based on mutual discussions/negotiations with related party.

MINIMUM INFORMATION FOR RELATED PARTY TRANSACTIONS		
Sr.	Particulars of the information	Information provided by the management
Part A	Minimum information of the proposed RPT	
A1	Basic details of the related party	
1	Name of the related party	Tata Motors Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Tata Motors Limited is engaged in the business of manufacturing, assembling, marketing and sale of commercial vehicles along with related spare parts, components and accessories, and provision of allied automotive services.
A2	Relationship and ownership of the related party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Related party by virtue of common control of Tata Sons Private Limited. Where the Related Party is step down subsidiary of Tata Sons Private Limited.
	Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL- The Company does not hold any shares in Tata Motors Ltd.
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary).	NA
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
A3	Details of previous transactions with the related party	
1	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party during the last financial year.	Sr. No. Nature of Transaction FY 2025-26 (₹ In Crores) - 1. Sale of Goods - 151.87 2. Purchase of Goods - 2.17
2	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default made by any Related Party.

A4	Amount of the proposed transactions (All types of transactions taken together)	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹360 Cr
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	40.47%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA, the Company does not have any subsidiary.
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	0.43%
6	Financial performance of the related party for the immediately preceding financial year.	Particulars FY 2025-2026 (₹ In Crores) Turnover - 83,855 PAT - 3,030 Networth - 12,734
A5	Basic details of proposed transactions to be approved	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of goods/service and Purchase of goods/ service
2	Details of the proposed transaction	The Company proposes to undertake sale of Body in White (BIW) components to Tata Motors Limited for use in its Commercial Vehicle operations. These components form part of the metal body structure of vehicles and are supplied as per technical specifications and commercial terms agreed between the parties. The transactions are proposed to be carried out in the ordinary course of business and on an arm's length basis.
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	w.e.f. 36 th AGM Till 37 th AGM
4	Whether omnibus approval is being sought?	Yes

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5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Value of the proposed transaction is ₹360 Crores. Approval of the members is being sought for material RPTs for FY27.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	Refer to the background, details and benefit of the transaction captured above. Further, the proposed Related Party Transactions are undertaken in the ordinary course of business and on an arm's length basis. the transactions between the two entities facilitate efficient business operations and ensure a consistent supply of components of the required quality to Tata Motors Limited, while enabling the Company to generate business in line with its core manufacturing activities. The proposed transactions are therefore considered to be in the interest of the Company.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. A. Name of the Director/KMOP B. Shareholding of the director / KMP, whether direct or indirect, in the related party	Nil
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA the Company has not obtained valuation report from any third party.
9	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.
PART B	Additional Information	
B1	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In line with policies of the Company and the business practice followed for all its customers, no bids are invited by the Company for any of proposed transactions with Tata Motors Limited.
2	Basis of determination of price	Based on commercial negotiations, on arm's length basis, as far as possible and in line with market parameters.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable, the Company has not received any trade advances.

None of the Director, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

Accordingly, the Board recommends the Resolution set out in Item No.5 of the Notice for approval by the Members as an Ordinary Resolution.

ITEM NO 6: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA AUTOCOMP HENDRICKSON SUSPENSIONS PRIVATE LIMITED (THSL)

Pursuant to Section 188 and any other applicable provisions of the Companies Act 2013 ("Act") and Rules framed thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, all Related Party Transactions (RPT) shall require prior approval of the Audit Committee and all Material Related Party Transactions shall require prior approval of the Members.

Tata AutoComp Hendrickson Suspensions Private Limited (THSL) being an associate company of holding company is related party of the Company as per the Act read with Rules, Listing Regulations and as per applicable Indian Accounting Standard (IND-AS). Your Company operates in Sheet Metal Components, Assemblies and Sub-Assemblies segment of the Auto Components Industry. It manufactures a range of sheet metal components and assemblies for the Automobile Industry and is a Tier One Auto Components Supplier. It supplies sheet metal components and assemblies to major OEMs. Your Company has been Selling, Supplying Sheet Metal Components and Assemblies etc. to THSL. Your Company also provides certain support services to THSL and vice versa. Further there are certain expenses which are cross charged and are recovered by THSL and vice versa accordingly.

As per Regulation 23 of Listing Regulations a transaction with a related party shall be considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds Ten Per Cent of the Annual Consolidated Turnover of the Listed Entity, if the Turnover of the Listed Entity as per the last Audited Financial Statements of the Listed Entity is upto 20,000 crores. All Material Related Party Transactions shall require prior approval of the Members.

Your Company supplies just in time/just in sequence all components required by THSL being the Company located in proximity to THSL. Further your Company enters into various transaction(s) such as Sale, Supply/ Purchase of Goods, Materials, Tools, Dies and Fixtures to/from THSL, Selling or Otherwise Disposing off or Buying, Leasing of Property of any kind to/from THSL, Rendering/ Availing of any services to/from THSL, Warranty Expenses, Sale or Purchase of Fixed Assets to/from THSL, any other transaction including transactions related to Rate Revisions, Reimbursement/Recovery of Expenses etc. whether material or otherwise for its various projects. The objective being to serve in a most efficient way and providing just-in-time deliveries. In light of the above, your Company has been dealing through such transactions with the said related party.

The Members of the Company at its 35th (Thirty-Fifth) Annual General Meeting held on July 30, 2025 approved material RPTs with THSL for a period w.e.f. July 30, 2025 till the ensuing Annual General Meeting (AGM) of FY 2025-26 for an aggregate limit of ₹90 Crore p.a. (Plus applicable taxes).

In compliance with the said Listing Regulations, The Management of the Company furnished the Audit Committee with all relevant details, as required under industry standards, regarding the proposed related party transactions (RPTs), these included the rationale, material terms, justification for why the transactions are in the Company's interest, and the basis of pricing. At its meeting held on April 25, 2026, the Audit Committee reviewed and noted the certificate submitted by the Chief Executive Officer and Chief Financial Officer, confirming that the terms of the proposed RPTs are in the Company's interest.

Considering business plans of the Company, the Board of Directors of the Company on recommendation of Audit Committee at its meeting held on April 25, 2026 approved the limit of ₹100 Crore p.a. (plus applicable taxes) for a period w.e.f. ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027, subject to approval of the Members at the ensuing Annual General Meeting (AGM).

The individual transaction values would be commercially agreed based on mutual discussions/negotiations with related party.

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Minimum information to be provided to the Audit Committee and shareholder for approval of Related Party Transactions as per RPT Industry Standards:

MINIMUM INFORMATION FOR RELATED PARTY TRANSACTIONS		
Sr.	Particulars of the information	Information provided by the management
Part A	Minimum information of the proposed RPT	
A1	Basic details of the related party	
1	Name of the related party	Tata AutoComp Hendrickson Suspensions Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Tata AutoComp Hendrickson Suspensions Pvt. Ltd., is engaged in the design, manufacture, and supply of advanced suspension solutions for commercial vehicles, including trucks, trailers, and buses. The company provides durable, lightweight, and efficient suspension systems that enhance vehicle performance, safety, and reliability. Its products cater to leading OEMs in India and contribute to improved load carrying capacity, ride comfort, and operational efficiency in the commercial vehicle segment.
A2	Relationship and ownership of the related party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Automotive Stamping and Assemblies Ltd. and Tata AutoComp Hendrickson Suspensions are related parties owing to their common control under Tata AutoComp Systems Ltd. (TACO)
	Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL- The Company does not hold any shares in Tata AutoComp Hendrickson Suspension Private Limited.
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary).	NA
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
A3	Details of previous transactions with the related party transaction and trade advances	
1	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party during the last financial year.	Sr. No. Nature of Transaction FY 2025-26 (₹ In Crores) 1. Sale of Goods/Services - 35.69
2	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default made by any Related Party.

A4	Amount of the proposed transactions (All types of transactions taken together)	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹100 Cr
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	11.2%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA, the Company does not have any subsidiary.
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	17.3%
6	Financial performance of the related party for the immediately preceding financial year.	Particulars - FY 2025-2026 (₹ In Crores) Turnover - 577.34 PAT - 65.34 Networth - 316.71
A5	Basic details of proposed transactions to be approved	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of Goods/Services and Purchase of Goods/Services
2	Details of the proposed transaction	ASAL proposes to supply stamped components and assemblies that form part of the suspension structures manufactured by Tata AutoComp Hendrickson Suspensions. These components are critical inputs in the production of advanced suspension systems, ensuring strength, durability, and compliance with OEM quality standards. The arrangement enables ASAL to leverage its core stamping and assembly expertise to support Hendrickson's suspension solutions.
3	Tenure of the proposed transaction (tenure in number of years or months to)	w.e.f. 36 th AGM Till 37 th AGM
4	Whether omnibus approval is being sought?	Yes

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5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Value of the proposed transaction is ₹100 Crores. Approval of the members is being sought for material RPTs for FY27.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	Refer to the background, details and benefits of the transaction captured above. Further, the proposed Related Party Transactions are undertaken in the ordinary course of business and on an arm's length basis. The transactions between the two entities facilitate efficient business operations and ensure a consistent supply of components of the required quality to Tata AutoComp Hendrickson Suspensions, while enabling the Company to generate business in line with its core manufacturing activities. The proposed transactions are therefore considered to be in the interest of the Company.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. A. Name of the Director/KMO B. Shareholding of the director / KMP, whether direct or indirect, in the related party	A. 1. Mr. Arvind Goel (Common Director) 2. Mr. Amit Dey (Common Director) B. NIL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA the Company has not obtained valuation report from any third party.
9	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.
PART B	Additional Information	
B1	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In line with policies of the Company and the business practice followed for all its customers, no bids are invited by the Company for any of proposed transactions with Tata AutoComp Hendrickson Suspensions Private Limited.
2	Basis of determination of price	Based on commercial negotiations, on arm's length basis, as far as possible and in line with market parameters.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable, the Company has not received any trade advances.

Except Mr. Arvind Goel (DIN: 02300813) and Mr. Amit Dey (DIN: 09750551) Common Directors, None of the Director, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

Accordingly, the Board recommends the Resolution set out in Item No.6 of the Notice for approval by the Members as an Ordinary Resolution.

ITEM NO 7: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH FIAT INDIA AUTOMOBILES PRIVATE LIMITED (FIAT)

Pursuant to Section 188 and any other applicable provisions of the Companies Act 2013 ("Act") and Rules framed thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, all Related Party Transactions (RPT) shall require prior approval of the Audit Committee and all Material Related Party Transactions shall require prior approval of the Members.

Fiat India Automobiles Private Limited (FIAT) is related party of the Company as per the Act read with Rules, Listing Regulations and as per applicable Indian Accounting Standard (IND-AS). Your Company operates in Sheet Metal Components, Assemblies and Sub-Assemblies segment of the Auto Components Industry. It manufactures a range of Sheet Metal Components and Assemblies for the Automobile Industry and is a Tier One Auto Components Supplier. It Supplies Sheet Metal Components and Assemblies to major OEMs. Your Company has been Selling, Supplying Sheet Metal Components and Assemblies etc. to FIAT. Your Company also provides certain support services to FIAT and vice versa. Further there are certain expenses which are cross charged and are recovered by FIAT and vice versa accordingly.

As per Regulation 23 of Listing Regulations a transaction with a related party shall be considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds Ten Per Cent of the Annual Consolidated Turnover of the Listed Entity, if the Turnover of the Listed Entity as per the last Audited Financial Statements of the Listed Entity is upto 20,000 crores. All Material Related Party Transactions shall require prior approval of the Members.

Your Company supplies just in time/just in sequence all components required by FIAT. Further your Company enters into various transaction(s) such as Sale, Supply/Purchase of Goods, Materials, Tools, Dies and Fixtures to/from FIAT, Selling or Otherwise Disposing of or Buying, Leasing of Property of any kind to/from FIAT, Rendering/Availing of any Services to/from FIAT, Warranty Expenses, Sale or Purchase of Fixed Assets to/from FIAT, any other transaction including transactions related to Rate Revisions, Reimbursement/Recovery of Expenses etc. whether material or otherwise for its various projects. The objective being to serve in a most efficient way and providing just-in-time deliveries. In light of the above, your Company has been dealing through such transactions with the said Related Party.

The Members of the Company at its 35th (Thirty-Fifth) Annual General Meeting held on July 30, 2025 approved material RPTs with FIAT for a period w.e.f. July 30, 2025 till the ensuing Annual General Meeting (AGM) of FY 2025-26 for an aggregate limit of ₹180 Crore p.a. (excluding taxes).

In compliance with the said Listing Regulations, The Management of the Company furnished the Audit Committee with all relevant details, as required under industry standards, regarding the proposed related party transactions (RPTs), these included the rationale, material terms, justification for why the transactions are in the Company's interest, and the basis of pricing. At its meeting held on April 25, 2026, the Audit Committee reviewed and noted the certificate submitted by the Chief Executive Officer and Chief Financial Officer, confirming that the terms of the proposed RPTs are in the Company's interest.

Considering business plans of the Company, the Board of Directors of the Company on recommendation of Audit Committee at its meeting held on April 25, 2026 approved the limit of ₹ 250 Crore p.a. (plus applicable taxes) for a period w.e.f. ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027, subject to approval of the Members at the ensuing Annual General Meeting (AGM).

The individual transaction values would be commercially agreed based on mutual discussions/negotiations with related party.

Minimum information to be provided to the Audit Committee and shareholder for approval of Related Party Transactions as per RPT Industry Standards:

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MINIMUM INFORMATION FOR RELATED PARTY TRANSACTIONS		
Sr.	Particulars of the information	Information provided by the management
Part A	Minimum information of the proposed RPT	
A1	Basic details of the related party	
1	Name of the related party	Fiat India Automobiles Pvt Ltd.
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Fiat India Automobiles Pvt Ltd is engaged in the business of manufacturing, assembling, marketing and sale of passenger vehicles and electric vehicles, along with related spare parts, components and accessories, and provision of allied automotive services.
A2	Relationship and ownership of the related party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Related party by virtue of common control of Tata Sons Private Limited.
	Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL- The Company does not hold any shares in Fiat India Automobiles Pvt Ltd.
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary).	NA
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
A3	Details of previous transactions with the related party transaction and trade advances	
1	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party during the last financial year.	Sr. No. Nature of Transaction FY 2025-26 (₹ In Crores) 1. Sale of Goods/Service - 106.07
2	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NA
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default made by any Related Party.
A4	Amount of the proposed transactions (All types of transactions taken together)	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹250 Cr

2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	28.1%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA, the Company does not have any subsidiary.
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	1.7%
6	Financial performance of the related party for the immediately preceding financial year.	Particulars - FY 2024-2025 (₹ In Crores) Turnover - 14,719.07 PAT - 368.26 Networth - 6,687.79
A5	Basic details of proposed transactions to be approved	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of goods/service and Purchase of goods/ service
2	Details of the proposed transaction	The Company proposes to undertake sale of Body in White (BIW) components to Fiat for use or further supply for Commercial Vehicle, Passenger Vehicle and Electric Vehicle operations. These components form part of the metal body structure of vehicles and are supplied as per technical specifications and commercial terms agreed between the parties. The transactions are proposed to be carried out in the ordinary course of business and on an arm's length basis.
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	w.e.f. 36 th AGM Till 37 th AGM
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Value of the proposed transaction is ₹250 Crores. Approval of the members is being sought for material RPTs for FY27.

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6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	Refer to the background, details and benefit of the transaction captured above. Further, the proposed Related Party Transactions are undertaken in the ordinary course of business and on an arm's length basis. the transactions between the two entities facilitate efficient business operations and ensure a consistent supply of components of the required quality to Fiat India Automobiles Pvt Ltd., while enabling the Company to generate business in line with its core manufacturing activities. The proposed transactions are therefore considered to be in the interest of the Company.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	NIL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA, the Company has not obtained valuation report from any third party.
9	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.
PART B	Additional Information	
B1	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In line with policies of the Company and the business practice followed for all its customers, no bids are invited by the Company for any of proposed transactions with Fiat India Automobiles Pvt Ltd.
2	Basis of determination of price	Based on commercial negotiations, on arm's length basis, as far as possible and in line with market parameters.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable, the Company has not received any trade advances.

None of the Director, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

Accordingly, the Board recommends the Resolution set out at Item No.7 of the Notice for approval by the Members as an Ordinary Resolution.

ITEM NO 8: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA STEEL DOWNSTREAM PRODUCTS LIMITED (TSDPL)

Pursuant to Section 188 and any other applicable provisions of the Companies Act 2013 ("Act") and Rules framed thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, all Related Party Transactions (RPT) shall require prior approval of the Audit Committee and all Material Related Party Transactions shall require prior approval of the Members.

Tata Steel Downstream Products Limited (TSDPL) is related party of the Company as per the Act read with Rules, Listing Regulations and as per applicable Indian Accounting Standard (IND-AS). Your Company operates in Sheet Metal Components, Assemblies and Sub-Assemblies segment of the Auto Components Industry. It manufactures a range of Sheet Metal Components and Assemblies for the Automobile Industry and is a Tier One Auto Components Supplier. It supplies Sheet Metal Components and Assemblies to major OEMs. One of the major raw materials required is various types of steel. Your Company has been procuring steel from various Vendors including TSDPL and has business relationship with TSPDL since last few years. Your Company also provides certain support services TSDPL and vice versa. Your Company procures just in time/just in sequence raw materials as may be required. Further there are certain expenses which are cross charged and are recovered by TSDPL and vice versa accordingly.

As per Regulation 23 of Listing Regulations a transaction with a related party shall be considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds Ten Per Cent of the Annual Consolidated Turnover of the Listed Entity, if the Turnover of the Listed Entity as per the last Audited Financial Statements of the Listed Entity is upto 20,000 crores. All Material Related Party Transactions shall require prior approval of the Members.

Your Company procures just in time / just in sequence raw materials as may be required from TSDPL. Further your Company enters into various transaction(s) such as Sale, Supply/Purchase of Goods, Materials, Scrap, Tools, Dies and Fixtures to/from TSDPL, selling or otherwise disposing of or buying, leasing of property of any kind to/from TSDPL, Rendering/Availing of any services to/from TSDPL, Warranty Expenses, Sale Or Purchase of Fixed Assets to/from TSDPL, any other transaction including transactions related to Rate Revisions, Reimbursement/Recovery of Expenses etc. whether material or otherwise for its various projects. The objective being to serve in a most efficient way and providing just-in-time deliveries. In light of the above, your Company has been dealing through such transactions with the said related party.

The Members of the Company at its 35th (Thirty-Fifth) Annual General Meeting held on July 30, 2025 approved material RPTs with TSDPL for a period w.e.f. July 30, 2025 till the ensuing Annual General Meeting (AGM) of FY 2025-26 for an aggregate limit of ₹210 Crore p.a. (excluding taxes).

In compliance with the said Listing Regulations, The Management of the Company furnished the Audit Committee with all relevant details, as required under industry standards, regarding the proposed related party transactions (RPTs), these included the rationale, material terms, justification for why the transactions are in the Company's interest, and the basis of pricing. At its meeting held on April 25, 2026, the Audit Committee reviewed and noted the certificate submitted by the Chief Executive Officer and Chief Financial Officer, confirming that the terms of the proposed RPTs are in the Company's interest.

Considering business plans of the Company, the Board of Directors of the Company on recommendation of Audit Committee at its meeting held on April 25, 2026 approved the limit of ₹310 Crore p.a. (plus applicable taxes) for a period w.e.f. ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027, subject to approval of the Members at the ensuing Annual General Meeting (AGM).

The individual transaction values would be commercially agreed based on mutual discussions/negotiations with Related Party.

Minimum information to be provided to the Audit Committee and shareholder for approval of Related Party Transactions as per RPT Industry Standards:

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MINIMUM INFORMATION FOR RELATED PARTY TRANSACTIONS		
Sr.	Particulars of the information	Information provided by the management
Part A	Minimum information of the proposed RPT	
A1	Basic details of the related party	
1	Name of the related party	Tata Steel Downstream Products Ltd.
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Tata Steel Downstream Products Limited, is engaged in the business of processing, trading, and distribution of steel products. The Company undertakes various downstream activities such as slitting, shearing, blanking, profiling, and other customised processing services to meet specific customer requirements. The Company caters to a wide range of industries including automotive, construction, and engineering, and operates through a network of service centres to provide specialised steel solutions.
A2	Relationship and ownership of the related party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Related party by virtue of common control of Tata Sons Private Limited.
	Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL-The Company does not hold any shares in Tata Steel Downstream Products Ltd.
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary).	NA
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
A3	Details of previous transactions with the related party transaction and trade advances	
1	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party during the last financial year.	Sr. No. Nature of Transaction FY 2025-26 (₹ In Crores) 1. Purchase of goods - 181.17
2	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default made by any Related Party.

A4	Amount of the proposed transactions (All types of transactions taken together)	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹310 Cr
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	34.8%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA, the Company does not have any subsidiary.
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	3.81%
6	Financial performance of the related party for the immediately preceding financial year.	Particulars - FY 2025-2026 (₹ In Crores) Turnover - 8,133.60 PAT - -54.63 Networth - 3,414.73
A5	Basic details of proposed transactions to be approved	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Purchase of goods/services
2	Details of the proposed transaction	The Company proposes to procure Cold Rolled (CR) sheets, Hot Rolled (HR) sheets, and coil sheets from Tata Steel Downstream Products Limited for use in its automotive stamping and assembly operations. These raw materials form the base input for manufacturing pressed components supplied to OEM customers and will be purchased as per agreed specifications and commercial terms. The transactions are proposed to be undertaken in the ordinary course of business and on an arm's length basis.
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	w.e.f. 36 th AGM till 37 th AGM
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Value of the proposed transaction is ₹310 Crores. Approval of the members is being sought for material RPTs for FY27.

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6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	Refer to the background, details and benefits of the transaction captured above. Further, the proposed Related Party Transactions are undertaken in the ordinary course of business and on an arm's length basis. The transactions between the two entities facilitate efficient business operations and ensure a reliable supply of high quality CR and HR steel sheets and coils to the Company, which are critical inputs for its automotive stamping and assembly activities. This arrangement enables the Company to maintain production continuity, cost efficiency and quality standards, thereby supporting its core manufacturing operations. The proposed transactions are therefore considered to be in the interest of the Company.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. A. Name of the Director/KMP B. Shareholding of the director / KMP, whether direct or indirect, in the related party	NIL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA, the Company has not obtained valuation report from any third party.
9	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.
PART B	Additional Information	
B1	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In line with policies of the Company and the business practice followed for all its customers, no bids are invited by the Company for any of proposed transactions with Tata Steel Downstream Products Limited (TSDPL)
2	Basis of determination of price	Based on commercial negotiations, on arm's length basis, as far as possible and in line with market parameters.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable, the Company has not received any trade advances.

None of the Director, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

Accordingly, the Board recommends the Resolution set out in Item No.8 of the Notice for approval by the Members as an Ordinary Resolution.

ITEM NO 9: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA AUTOCOMP SYSTEMS LIMITED (TATA AUTOCOMP)

Pursuant to Section 188 and any other applicable provisions of the Companies Act 2013 (“Act”) and Rules framed thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, all Related Party Transactions (RPT) shall require prior approval of the Audit Committee and all Material Related Party Transactions shall require prior approval of the Members.

Tata AutoComp Systems Limited (TATA AUTOCOMP) is a Holding Company of the company and Related Party of the Company as per the Act read with Rules, Listing Regulations and as per applicable Indian Accounting Standard (IND-AS). Your Company operates in Sheet Metal Components, Assemblies and Sub-Assemblies segment of the Auto Components Industry. It manufactures a range of Sheet Metal Components and Assemblies for the Automobile Industry and is a Tier One Auto Components Supplier. Your Company provides certain support services to TATA AUTOCOMP and vice versa. Further there are certain expenses which are cross charged and are recovered by TATA AUTOCOMP and vice versa accordingly.

As per Regulation 23 of Listing Regulations a transaction with a related party shall be considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds Ten Per Cent of the Annual Consolidated Turnover of the Listed Entity, if the Turnover of the Listed Entity as per the last Audited Financial Statements of the Listed Entity is upto 20,000 crores. All Material Related Party Transactions shall require prior approval of the Members.

Your Company provides / Procures just in time/just in sequence services required by TATA AUTOCOMP or required by your Company being the Company located in proximity to TATAAUTOCOMP. Further your Company enters into various transaction(s) Such As Sale, Supply/Purchase of Goods, Materials, Tools, Dies and Fixtures to/from TATA AUTOCOMP, Selling or otherwise disposing of or Buying, Leasing of Property of any kind to/ from TATA AUTOCOMP, Rendering/Availing of any services to/from TATA AUTOCOMP, Warranty Expenses, Sale Or Purchase of Fixed Assets to/from TATA AUTOCOMP, any transaction in the nature of Loan/ Advance, Guarantee or from Security from time to time on such terms relating to or without Interest/Charges thereon including Rollover/ Extension of maturity from time to time from TATAAUTOCOMP, any other transaction including transactions related to rate revisions, reimbursement/recovery of expenses etc. whether material or otherwise for its various projects. The objective being to serve in a most efficient way and providing just-in-time deliveries. In light of the above, your Company has been dealing through such transactions with the said Related Party.

The Members of the Company at its 35th (Thirty-Fifth) Annual General Meeting held on July 30, 2025 approved material RPTs with TATA AUTOCOMP for a period w.e.f. July 30, 2025 till the ensuing Annual General Meeting (AGM) of FY 2025-26 for an aggregate limit of ₹240 Crore p.a. (excluding taxes).

In compliance with the said Listing Regulations, The Management of the Company furnished the Audit Committee with all relevant details, as required under industry standards, regarding the proposed related party transactions (RPTs), these included the rationale, material terms, justification for why the transactions are in the Company's interest, and the basis of pricing. At its meeting held on April 25, 2026, the Audit Committee reviewed and noted the certificate submitted by the Chief Executive Officer and Chief Financial Officer, confirming that the terms of the proposed RPTs are in the Company's interest.

Considering business plans of the Company, the Board of Directors of the Company on recommendation of Audit Committee at its meeting held on April 25, 2026 approved the limit of ₹140 Crore p.a. (plus applicable taxes) for a period w.e.f. ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027, subject to approval of the Members at the ensuing Annual General Meeting (AGM).

The individual transaction values would be commercially agreed based on mutual discussions/negotiations with related party.

Minimum information to be provided to the Audit Committee and shareholder for approval of Related Party Transactions as per RPT Industry Standards:

Automotive Stampings and Assemblies Limited

MINIMUM INFORMATION FOR RELATED PARTY TRANSACTIONS		
Sr.	Particulars of the information	Information provided by the management
Part A	Minimum information of the proposed RPT	
A1	Basic details of the related party	
1	Name of the related party	Tata AutoComp Systems Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Tata AutoComp Systems Ltd. (TACO), is one of India's leading automotive component companies. It provides a wide range of products and solutions across automotive systems and aggregates, including interiors and exteriors, seating systems, lighting, suspension, batteries, cooling solutions, and composites. Through its own operations and joint ventures with global technology leaders, TACO serves major OEMs in passenger vehicles, commercial vehicles, two wheelers, tractors, and off road equipment.
A2	Relationship and ownership of the related party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Tata AutoComp Systems Ltd. (TACO), is a holding company of ASAL. Accordingly, ASAL and TACO are in a holding–subsidiary relationship
	Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL- The Company does not hold any shares in Tata AutoComp Systems Limited.
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary).	NA
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	75%
A3	Details of previous transactions with the related party	
	transaction and trade advances	
1	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party during the last financial year.	Sr. No. Nature of Transaction FY 2025-26 (₹ In Crores) 1. Sale of Goods/Services - 17.8 2. Interest on borrowing - 2.75 3. Procurement of Services - 3.04 4. Reimbursement of Expenses - 3.65
2	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NA
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default made by any Related Party.

A4	Amount of the proposed transactions (All types of transactions taken together)	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹140 Cr
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	15.7%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	3.1%
6	Financial performance of the related party for the immediately preceding financial year.	Particulars FY 2025-2026 (₹ In Crores) Turnover - 4,484.39 PAT - 575.85 Networth - 3172.87
A5	Basic details of proposed transactions to be approved	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	sale of goods/services, purchase of goods/services and borrowing.
2	Details of the proposed transaction	ASAL proposes to supply stamped components and assemblies that form part of various automotive systems manufactured by Tata AutoComp Systems Ltd. These components are integral to TACO's wide portfolio, which includes interiors, exteriors, seating, lighting, suspension, cooling solutions, and battery systems. The arrangement enables ASAL to leverage its core stamping and assembly expertise to support TACO's diversified product offerings. In addition, ASAL may also procure certain services from Tata AutoComp Systems Ltd. and/or its group entities, including but not limited to enterprise resource planning (ERP) and information technology (IT) support services, training and development programs, and employee medical and occupational health services. These service arrangements are intended to ensure operational efficiency, standardization, and access to specialized capabilities within the group.
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	w.e.f. 36 th AGM till 37 th AGM

Automotive Stampings and Assemblies Limited

4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Value of the proposed transaction is ₹100 Crores. Approval of the members is being sought for material RPTs for FY27.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	In addition, the Company procures certain services from Tata AutoComp Systems Ltd. and/or its group entities, including but not limited to enterprise resource planning (ERP) and information technology (IT) support services, training and development programs, and employee medical and occupational health services. These service arrangements are intended to ensure operational efficiency, standardization, and access to specialized capabilities within the group.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. A. Name of the Director/KMO B. Shareholding of the director / KMP, whether direct or indirect, in the related party	A. 1. Mr. Arvind Goel (Common Director) B. NIL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA the Company has not obtained valuation report from any third party.
9	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.
PART B	Additional Information	
B1	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In line with policies of the Company and the business practice followed for all its customers, no bids are invited by the Company for any of proposed transactions with Tata AutoComp Systems Ltd.
2	Basis of determination of price	Based on commercial negotiations, on arm's length basis, as far as possible and in line with market parameters.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable, the Company has not received any trade advances.

Except Mr. Arvind Goel (DIN: 02300813) Common Director, None of the Director, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

Accordingly, the Board recommends the Resolution set out in Item No.9 of the Notice for approval by the Members as an Ordinary Resolution.

ITEM NO 10: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA AUTOCOMP GOTION GREEN ENERGY SOLUTIONS PRIVATE LIMITED (TATA GOTION)

Pursuant to Section 188 and any other applicable provisions of the Companies Act 2013 (“Act”) and Rules framed thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, all Related Party Transactions (RPT) shall require prior approval of the Audit Committee and all Material Related Party Transactions shall require prior approval of the Members.

Tata Gotion Green Energy Solutions Private Limited (TATA GOTION) is related party of the Company as per the Act read with Rules, Listing Regulations and as per applicable Indian Accounting Standard (IND-AS). Your Company operates in Sheet Metal Components, Assemblies and Sub-Assemblies segment of the Auto Components Industry. It manufactures a range of Sheet Metal Components and Assemblies for the Automobile Industry and is a Tier One Auto Components Supplier. It supplies Sheet Metal Components and Assemblies to major OEMs. Your Company has been Selling, Supplying Auto Components, Sheet Metal Components and Assemblies etc. to TATA GOTION and has business relationship with TATA GOTION since last few years. Your Company also provides certain support services to TATA GOTION and vice versa. Further there are certain expenses which are cross charged and are recovered by TATA GOTION and vice versa accordingly.

As per Regulation 23 of Listing Regulations a transaction with a related party shall be considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds Ten Per Cent of the Annual Consolidated Turnover of the Listed Entity, if the Turnover of the Listed Entity as per the last Audited Financial Statements of the Listed Entity is upto 20,000 crores. All Material Related Party Transactions shall require prior approval of the Members.

Your Company supplies just in time/just in sequence all components required by TATA GOTION being the Company located in proximity to TATA GOTION. Further your Company enters into various transaction(s) such as Sale, Supply/Purchase of Goods, Materials, Tools, Dies and Fixtures to/from TATA GOTION, Selling or Otherwise disposing of or Buying, Leasing of Property of any kind to/from TATA GOTION, Rendering/Availing of any Services to/from TATA GOTION, Warranty Expenses, Sale or Purchase of Fixed Assets to/from TATA GOTION, any other transaction including transactions related to Rate Revisions, Reimbursement/ Recovery of Expenses etc. whether material or otherwise for its various projects. The objective being to serve in a most efficient way and providing just-in-time deliveries. In light of the above, your Company has been dealing through such transactions with the said related party.

The Members of the Company at its 35th (Thirty-Fifth) Annual General Meeting held on July 30, 2025 approved material RPTs with TATA GOTION for a period w.e.f. July 30, 2025 till the ensuing Annual General Meeting (AGM) of FY 2025-26 for an aggregate limit of ₹180 Crore p.a. (Excluding Taxes).

In compliance with the said Listing Regulations, the Management of the Company furnished the Audit Committee with all relevant details, as required under industry standards, regarding the proposed related party transactions (RPTs), these included the rationale, material terms, justification for why the transactions are in the Company's interest, and the basis of pricing. At its meeting held on April 25, 2026, the Audit Committee reviewed and noted the certificate submitted by the Chief Executive Officer and Chief Financial Officer, confirming that the terms of the proposed RPTs are in the Company's interest.

Considering business plans of the Company, the Board of Directors of the Company on recommendation of Audit Committee at its meeting held on April 25, 2026 approved the limit of ₹265 Crore p.a. (plus applicable taxes) for a period w.e.f. ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027, subject to approval of the Members at the ensuing Annual General Meeting (AGM).

The individual transaction values would be commercially agreed based on mutual discussions/negotiations with Related Party.

Minimum information to be provided to the Audit Committee and shareholder for approval of Related Party Transactions as per RPT Industry Standards:

Automotive Stampings and Assemblies Limited

MINIMUM INFORMATION FOR RELATED PARTY TRANSACTIONS		
Sr.	Particulars of the information	Information provided by the management
Part A	Minimum information of the proposed RPT	
A1	Basic details of the related party	
1	Name of the related party	Tata AutoComp Gotion Green Energy Solutions Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Tata AutoComp Gotion Green Energy Solutions Pvt. Ltd. is engaged in the design, development, and manufacture of advanced lithium ion battery packs for electric vehicles and energy storage systems. The Company leverages Tata AutoComp's automotive expertise and Gotion's global battery technology to deliver safe, efficient, and sustainable energy solutions. Its offerings cater to electric mobility across passenger and commercial vehicles, buses, tractors, and renewable energy storage applications.
A2	Relationship and ownership of the related party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Automotive Stamping and Assemblies Ltd. and Tata AutoComp Gotion Green Energy Solutions are related parties owing to their common control under Tata AutoComp Systems Ltd. (TACO)
	Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL- The Company does not hold any shares in Tata AutoComp Gotion Green Energy Solutions Private Limited.
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary).	NA
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
A3	Details of previous transactions with the related party transaction and trade advances	
1	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party during the last financial year.	Sr. No. Nature of Transaction FY 2025-26 (₹ In Crores) 1. Sale of Goods/Services - 141.33 2. Re-imburement of expenses - 0.18
2	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NA
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default made by any Related Party.

A4	Amount of the proposed transactions (All types of transactions taken together)	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹265 Cr
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	29.8%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	6.3%
6	Financial performance of the related party for the immediately preceding financial year.	Particulars FY 2025-2026 (₹ In Crores) Turnover - 4,180.59 PAT - 168.04 Networth - 336.81
A5	Basic details of proposed transactions to be approved	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of Goods/Services and Purchase of Goods/Services
2	Details of the proposed transaction	ASAL proposes to supply components for the storage of battery cells, including battery trays and related structural assemblies. These components form an integral part of the battery pack assembly process, ensuring durability, safety, and compliance with global standards. The arrangement enables ASAL to leverage its core stamping and assembly expertise to support Gotion's advanced battery manufacturing operations, thereby strengthening synergies within the Tata AutoComp group and contributing to the growth of the electric mobility ecosystem.
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	w.e.f. 36 th AGM till 37 th AGM
4	Whether omnibus approval is being sought?	Yes

Automotive Stampings and Assemblies Limited

5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Value of the proposed transaction is ₹265 Crores. Approval of the members is being sought for material RPTs for FY27.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	Refer to the background, details and benefits of the transaction captured above. Further, the proposed Related Party Transactions are undertaken in the ordinary course of business and on an arm's length basis. The transactions between the two entities facilitate efficient business operations and ensure a consistent supply of components for the storage of battery cells, including battery trays, of the required quality to Tata AutoComp Gotion Green Energy Solutions. This enables the Company to generate business in line with its core manufacturing activities. The proposed transactions are therefore considered to be in the interest of the Company.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. A. Name of the Director/KMO B. Shareholding of the director / KMP, whether direct or indirect, in the related party	A. 1. Mr. Arvind Goel (Common Director) B. 1. Mr. Arvind Goel – 0.000005%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA, the Company has not obtained valuation report from any third party.
9	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.
PART B	Additional Information	
B1	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In line with policies of the Company and the business practice followed for all its customers, no bids are invited by the Company for any of proposed transactions with Tata Auto Comp Gotion Green Energy Solutions Private Limited.
2	Basis of determination of price	Based on commercial negotiations, on arm's length basis, as far as possible and in tune with market parameters.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable, the Company has not received any trade advances.

Except Mr. Arvind Goel (DIN: 02300813) Common Director, None of the Director, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

Accordingly, the Board recommends the Resolution set out in Item No.10 of the Notice for approval by the Members as an Ordinary Resolution.

ITEM NO 11: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA MOTORS PASSENGER VEHICLES LIMITED (TMPVL)

Pursuant to Section 188 and any other applicable provisions of The Companies Act 2013 ("Act") and Rules framed thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, all Related Party Transactions (RPT) shall require prior approval of the Audit Committee and all Material Related Party Transactions shall require prior approval of the Members.

Tata Motors Passenger Vehicles Limited (TMPVL) is related party of the Company as per the Act read with Rules, Listing Regulations and as per applicable Indian Accounting Standard (IND-AS). Your Company operates in Sheet Metal Components, Assemblies and Sub-Assemblies segment of the Auto Components Industry. It manufactures a range of sheet metal components and assemblies for the Automobile Industry and is a Tier One Auto Components Supplier. It supplies Sheet Metal Components and Assemblies to major OEMs. Your Company has been Selling, Supplying Sheet Metal Components and Assemblies etc. to TMPVL. Your Company also provides certain support services to TMPVL and vice versa. Further there are certain expenses which are cross charged and are recovered by TMPVL and vice versa accordingly.

As per Regulation 23 of Listing Regulations a transaction with a related party shall be considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds Ten Per Cent of the Annual Consolidated Turnover of the Listed Entity, if the Turnover of the Listed Entity as per the last Audited Financial Statements of the Listed Entity is upto 20,000 crores. All Material Related Party Transactions shall require prior approval of the Members.

Your Company supplies just in time/just in sequence all components required by TMPVL being the Company located in proximity to TMPVL. Further your Company enters into various transaction(s) such as Sale, Supply/ Purchase of Goods, Materials, Tools, Dies and Fixtures to/from TMPVL, Selling or Otherwise Disposing off or Buying, Leasing of Property of any kind to/from TMPVL, Rendering/Availing of any services to/from TMPVL, Warranty Expenses, Sale or Purchase of Fixed Assets to/from TMPVL, any other transaction including transactions related to Rate Revisions, Reimbursement/Recovery of Expenses etc. whether material or otherwise for its various projects. The objective being to serve in a most efficient way and providing just-in-time deliveries. In light of the above, your Company has been dealing through such transactions with the said Related Party.

The Members of the Company at its 35th (Thirty-Fifth) Annual General Meeting held on July 30, 2025 approved material RPTs with TMPVL for a period w.e.f. July 30, 2025 till the ensuing Annual General Meeting (AGM) of FY 2025-26 for an aggregate limit of ₹450 Crore p.a. (Excluding Taxes).

In compliance with the said Listing Regulations, The Management of the Company furnished the Audit Committee with all relevant details, as required under industry standards, regarding the proposed related party transactions (RPTs), these included the rationale, material terms, justification for why the transactions are in the Company's interest, and the basis of pricing. At its meeting held on April 25, 2026, the Audit Committee reviewed and noted the certificate submitted by the Chief Executive Officer and Chief Financial Officer, confirming that the terms of the proposed RPTs are in the Company's interest.

Considering business plans of the Company, the Board of Directors of the Company on recommendation of Audit Committee at its meeting held on April 25, 2026 approved the limit of ₹395 Crore p.a. (plus applicable taxes) for a period w.e.f. ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027, subject to approval of the Members at the ensuing Annual General Meeting (AGM).

The individual transaction values would be commercially agreed based on mutual discussions/negotiations with related party.

Minimum information to be provided to the Audit Committee and shareholder for approval of Related Party Transactions as per RPT Industry Standards:

Automotive Stampings and Assemblies Limited

MINIMUM INFORMATION FOR RELATED PARTY TRANSACTIONS		
Sr.	Particulars of the information	Information provided by the management
Part A	Minimum information of the proposed RPT	
A1	Basic details of the related party	
1	Name of the related party	Tata Motors Passenger Vehicles Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Tata Motors Passenger Vehicle Limited is engaged in the business of manufacturing, assembling, marketing and sale of passenger vehicles along with related spare parts, components and accessories, and provision of allied automotive services.
A2	Relationship and ownership of the related party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Related party by virtue of common control of Tata Sons Private Limited.
	Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL- The Company does not hold any shares in Tata Motors Passenger Vehicle Limited.
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary).	NA
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	Tata Motors Passenger Vehicle Limited holds shares in Tata AutoComp Systems Limited which is holding Company of the Company
A3	Details of previous transactions with the related party transaction and trade advances	
1	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party during the last financial year.	Sr. No. Nature of Transaction FY 2025-26 (₹ In Crores) 1. Sale of Goods/Service - 166.32
2	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default made by any Related Party.
A4	Amount of the proposed transactions (All types of transactions taken together)	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹395 Cr

2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	44.4%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA, the Company does not have any subsidiary.
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	0.12%
6	Financial performance of the related party for the immediately preceding financial year.	Particulars FY 2025-2026 (₹ In Crores) Turnover - 3,35,582 PAT - 82,645 Networth - 1,18,842
A5	Basic details of proposed transactions to be approved	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of Goods/Services and Purchase of Goods/Services
2	Details of the proposed transaction	The Company proposes to undertake sale of Body in White (BIW) components Passenger Vehicle operations. These components form part of the metal body structure of vehicles and are supplied as per technical specifications and commercial terms agreed between the parties. The transactions are proposed to be carried out in the ordinary course of business and on an arm's length basis.
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	w.e.f. 36 th AGM till 37 th AGM
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Value of the proposed transaction is ₹395 Crores. Approval of the members is being sought for material RPTs for FY27.

Automotive Stampings and Assemblies Limited

6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	Refer to the background, details and benefit of the transaction captured above. Further, the proposed Related Party Transactions are undertaken in the ordinary course of business and on an arm's length basis. the transactions between the two entities facilitate efficient business operations and ensure a consistent supply of components of the required quality to Tata Motors Passenger Vehicle Limited, while enabling the Company to generate business in line with its core manufacturing activities. The proposed transactions are therefore considered to be in the interest of the Company.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. A. Name of the Director/KMP B. Shareholding of the director / KMP, whether direct or indirect, in the related party	NIL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA, the Company has not obtained valuation report from any third party.
9	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.
PART B	Additional Information	
B1	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In line with policies of the Company and the business practice followed for all its customers, no bids are invited by the Company for any of proposed transactions with Tata Motors Passenger Vehicles Limited
2	Basis of determination of price	Based on commercial negotiations, on arm's length basis, as far as possible and in line with market parameters.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable, the Company has not received any trade advances.

None of the Director, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

Accordingly, the Board recommends the Resolution set out in Item No.11 of the Notice for approval by the Members as an Ordinary Resolution.

ITEM NO 12: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TATA PASSENGER ELECTRIC MOBILITY LIMITED (TPEML)

Pursuant to Section 188 and any other applicable provisions of The Companies Act 2013 (“Act”) and Rules framed thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, all Related Party Transactions (RPT) shall require prior approval of the Audit Committee and all Material Related Party Transactions shall require prior approval of the Members.

Tata Passenger Electric Mobility Limited (TPEML) is related party of the Company as per the Act read with Rules, Listing Regulations and as per applicable Indian Accounting Standard (IND-AS). Your Company operates in Sheet Metal Components, Assemblies and Sub-Assemblies segment of the Auto Components Industry. It manufactures a range of Sheet Metal Components and Assemblies for the Automobile Industry and is a Tier One Auto Components Supplier. It supplies Sheet Metal Components and Assemblies to major OEMs. Your Company has been Selling, Supplying Sheet Metal Components and Assemblies etc. to TPEML. Your Company also provides certain support services to TPEML and vice versa. Further there are certain expenses which are cross charged and are recovered by TPEML and vice versa accordingly.

As per Regulation 23 of Listing Regulations a transaction with a related party shall be considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds Ten Per Cent of the Annual Consolidated Turnover of the Listed Entity, if the Turnover of the Listed Entity as per the last Audited Financial Statements of the Listed Entity is upto 20,000 crores. All Material Related Party Transactions shall require prior approval of the Members.

Your Company supplies just in time/just in sequence all components required by TPEML being the Company located in proximity to TPEML. Further your Company enters into various transaction(s) such as Sale, Supply/Purchase of Goods, Materials, Tools, Dies and Fixtures to/from TPEML, Selling or otherwise Disposing off or Buying, Leasing of Property of any kind to/from TPEML, Rendering/Availing of Any Services to/from TPEML, Warranty Expenses, Sale or Purchase of Fixed Assets to/from TPEML, any other transaction including transactions related to Rate Revisions, Reimbursement/Recovery of Expenses etc. whether material or otherwise for its various projects. The objective being to serve in a most efficient way and providing just-in-time deliveries. In light of the above, your Company has been dealing through such transactions with the said related party.

The Members of the Company at its 35th (Thirty-Fifth) Annual General Meeting held on July 30, 2025 approved material RPTs with TPEML for a period w.e.f. July 30, 2025 till the ensuing Annual General Meeting (AGM) of FY 2025-26 for an aggregate limit of ₹120 Crore p.a. (Excluding Taxes).

In compliance with the said Listing Regulations, The Management of the Company furnished the Audit Committee with all relevant details, as required under industry standards, regarding the proposed related party transactions (RPTs), these included the rationale, material terms, justification for why the transactions are in the Company's interest, and the basis of pricing. At its meeting held on April 25, 2026, the Audit Committee reviewed and noted the certificate submitted by the Chief Executive Officer and Chief Financial Officer, confirming that the terms of the proposed RPTs are in the Company's interest.

Considering business plans of the Company, the Board of Directors of the Company on recommendation of Audit Committee at its meeting held on April 25, 2026 approved the limit of ₹150 Crore p.a. (Excluding Taxes) for a period w.e.f. ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027, subject to approval of the Members at the ensuing Annual General Meeting (AGM).

The individual transaction values would be commercially agreed based on mutual discussions / negotiations with Related Party.

Minimum information to be provided to the Audit Committee and shareholder for approval of Related Party Transactions as per RPT Industry Standards:

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MINIMUM INFORMATION FOR RELATED PARTY TRANSACTIONS		
Sr.	Particulars of the information	Information provided by the management
Part A	Minimum information of the proposed RPT	
A1	Basic details of the related party	
1	Name of the related party	Tata Passenger Electric Mobility Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Tata Passenger Electric Mobility Limited is engaged in the business of manufacturing, assembling, marketing and sale of passenger vehicles and electric vehicles, along with related spare parts, components and accessories, and provision of allied automotive services.
A2	Relationship and ownership of the related party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Related party by virtue of common control of Tata Sons Private Limited.
	Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL- The Company does not hold any shares in Tata Passenger Electric Mobility.
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary).	NA
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
A3	Details of previous transactions with the related party transaction and trade advances	
1	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party during the last financial year.	Sr. No. Nature of Transaction FY 2025-26 (₹ In Crores) 1. Sale of Goods/Services - 78.38 2. Purchase of Goods - 0.12
2	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NA
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default made by any Related Party.
A4	Amount of the proposed transactions (All types of transactions taken together)	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹150 Cr

2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	16.9%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA, the Company does not have any subsidiary.
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	1.0%
6	Financial performance of the related party for the immediately preceding financial year.	Particulars FY 2024-2025 (₹ In Crores) Turnover - 14,590 PAT - 95 Networth - 4,972
A5	Basic details of proposed transactions to be approved	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of Goods/Services and Purchase of Goods/Services
2	Details of the proposed transaction	The Company proposes to undertake sale of Body in White (BIW) components Passenger Vehicle and Electric Vehicle operations. These components form part of the metal body structure of vehicles and are supplied as per technical specifications and commercial terms agreed between the parties. The transactions are proposed to be carried out in the ordinary course of business and on an arm's length basis.
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	w.e.f. 36 th AGM till 37 th AGM
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Value of the proposed transaction is ₹150 Crores. Approval of the members is being sought for material RPTs for FY27.

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6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	Refer to the background, details and benefit of the transaction captured above. Further, the proposed Related Party Transactions are undertaken in the ordinary course of business and on an arm's length basis. The transactions between the two entities facilitate efficient business operations and ensure a consistent supply of components of the required quality to Tata Motors Limited, while enabling the Company to generate business in line with its core manufacturing activities. The proposed transactions are therefore considered to be in the interest of the Company.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. A. Name of the Director/KMO B. Shareholding of the director / KMP, whether direct or indirect, in the related party	NIL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA, the Company has not obtained valuation report from any third party.
9	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.
PART B	Additional Information	
B1	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In line with policies of the Company and the business practice followed for all its customers, no bids are invited by the Company for any of proposed transactions with Tata Passenger Electric Mobility Limited.
2	Basis of determination of price	Based on commercial negotiations, on arm's length basis, as far as possible and in line with market parameters.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable, the Company has not received any trade advances.

None of the Director, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

Accordingly, the Board recommends the Resolution set out in Item No.12 of the Notice for approval by the Members as an Ordinary Resolution.

ITEM NO 13: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY WITH TM AUTOMOTIVE SEATING SYSTEMS PRIVATE LIMITED (TM SEATINGS)

Pursuant to Section 188 and any other applicable provisions of The Companies Act 2013 ("Act") and Rules framed thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, all Related Party Transactions (RPT) shall require prior approval of the Audit Committee and all Material Related Party Transactions shall require prior approval of the Members.

TM Automotive Seating Systems Private Limited (TM SEATINGS) is related party of the Company as per the Act read with Rules, Listing Regulations and as per applicable Indian Accounting Standard (IND-AS). Your Company operates in Sheet Metal Components, Assemblies and Sub-Assemblies segment of the Auto Components Industry. It manufactures a range of Sheet Metal Components and Assemblies for the Automobile Industry and is a Tier One Auto Components Supplier. It supplies Sheet Metal Components and Assemblies to major OEMs. Your Company has been Selling, Supplying Sheet Metal Components and Assemblies etc. to TM SEATINGS. Your Company also provides certain support services to TM SEATINGS and vice versa. Further there are certain expenses which are cross charged and are recovered by TM SEATINGS and vice versa accordingly.

As per Regulation 23 of Listing Regulations a transaction with a related party shall be considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds Ten Per Cent of the Annual Consolidated Turnover of the Listed Entity, if the Turnover of the Listed Entity as per the last Audited Financial Statements of the Listed Entity is upto 20,000 crores. All Material Related Party Transactions shall require prior approval of the Members.

Your Company supplies just in time/just in sequence all components required by TM SEATINGS being the Company located in proximity to TM SEATINGS. Further your Company enters into various transaction(s) such as Sale, Supply/ Purchase of Goods, Materials, Tools, Dies and Fixtures to/from TM SEATINGS, Selling or otherwise Disposing off or Buying, Leasing of Property of any kind to/from TM SEATINGS, Rendering/Availing of Any Services to/from TM SEATINGS, Warranty Expenses, Sale or Purchase of Fixed Assets to/from TM SEATINGS any other transaction including transactions related to Rate Revisions, Reimbursement/Recovery of Expenses etc. whether material or otherwise for its various projects. The objective being to serve in a most efficient way and providing just-in-time deliveries. In light of the above, your Company has been dealing through such transactions with the said related party.

In compliance with the said Listing Regulations, the Management of the Company furnished the Audit Committee with all relevant details, as required under industry standards, regarding the proposed related party transactions (RPTs), these included the rationale, material terms, justification for why the transactions are in the Company's interest, and the basis of pricing. At its meeting held on April 25, 2026, the Audit Committee reviewed and noted the certificate submitted by the Chief Executive Officer and Chief Financial Officer, confirming that the terms of the proposed RPTs are in the Company's interest.

Considering business plans of the Company, the Board of Directors of the Company on recommendation of Audit Committee at its meeting held on April 25, 2026 approved the limit of ₹100 Crore p.a. (Excluding Taxes) for a period w.e.f. ensuing 36th Annual General Meeting till the 37th Annual General Meeting to be held in Calendar Year 2027, subject to approval of the Members at the ensuing Annual General Meeting (AGM).

The individual transaction values would be commercially agreed based on mutual discussions / negotiations with Related Party.

Minimum information to be provided to the Audit Committee and shareholder for approval of Related Party Transactions as per RPT Industry Standards:

Automotive Stampings and Assemblies Limited

MINIMUM INFORMATION FOR RELATED PARTY TRANSACTIONS		
Sr.	Particulars of the information	Information provided by the management
Part A	Minimum information of the proposed RPT	
A1	Basic details of the related party	
1	Name of the related party	TM Automotive Seatings Systems Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	TM Automotive Seating Systems is engaged in the design, development, and manufacture of automotive seating solutions across multiple segments including passenger vehicles, commercial vehicles, buses, tractors, two wheelers, and railway coaches. The company provides modular seating systems that combine comfort, durability, and safety, leveraging advanced technology and global expertise. With manufacturing facilities across India, TM Seating delivers innovative seating products that meet stringent quality and safety standards, serving leading OEMs and contributing to enhanced driving and passenger experiences.
A2	Relationship and ownership of the related party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Automotive Stamping and Assemblies Ltd. and TM Automotive Seating Systems are related parties owing to their common control under Tata AutoComp Systems Ltd. (TACO)
	Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL- The Company does not hold any shares in TM Automotive Seatings Systems Limited.
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary).	NA
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
A3	Details of previous transactions with the related party transaction and trade advances	
1	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party during the last financial year.	Sr. No. Nature of Transaction FY 2025-26 (₹ In Crores) 1. Sale of Goods/Services - 9.58 2. Purchase of Goods/Services - 0.02
2	Total amount of all the transactions undertaken by the listed entity or its subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NA

3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default made by any Related Party.
A4	Amount of the proposed transactions (All types of transactions taken together)	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹100 Cr
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	11.2%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA, the Company does not have any subsidiary.
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	5.8%
6	Financial performance of the related party for the immediately preceding financial year.	Particulars FY 2025-2026 (₹ In Crores) Turnover - 1,713.03 PAT - 175.05 Networth - 297.29
A5	Basic details of proposed transactions to be approved	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of Goods/Services and Purchase of Goods/Services
2	Details of the proposed transaction	ASAL proposes to supply stamped components and assemblies that form part of the seating structures manufactured by TM Automotive Seating Systems. These components are critical inputs in the production of modular seating systems, ensuring strength, durability, and compliance with OEM quality standards. The arrangement enables ASAL to utilize its core stamping and assembly capabilities to support TM Seating's advanced seating solutions, thereby strengthening synergies within the Tata AutoComp group.

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3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	w.e.f. 36 th AGM till 37 th AGM
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Value of the proposed transaction is ₹100 Crores. Approval of the members is being sought for material RPTs for FY27.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	Refer to the background, details and benefits of the transaction captured above. Further, the proposed Related Party Transactions are undertaken in the ordinary course of business and on an arm's length basis. The transactions between the two entities facilitate efficient business operations and ensure a consistent supply of stamped components of the required quality to TM Automotive Seating Systems, while enabling the Company to generate business in line with its core manufacturing activities. The proposed transactions are therefore considered to be in the interest of the Company.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. A. Name of the Director/KMO B. Shareholding of the director / KMP, whether direct or indirect, in the related party	A. 1. Mr. Arvind Goel (Common Director) 2. Mr. Amit Dey (CEO of Related Party) B. 1. Mr. Arvind Goel – 0.000005%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA, the Company has not obtained valuation report from any third party.
9	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.
PART B	Additional Information	
B1	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In line with policies of the Company and the business practice followed for all its customers, no bids are invited by the Company for any of proposed transactions with TM Automotive Seating Systems Private Limited
2	Basis of determination of price	Based on commercial negotiations, on arm's length basis, as far as possible and in line with market parameters.

3	<p>In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:</p> <p>a. Amount of trade advance</p> <p>b. Tenure</p> <p>c. Whether same is self-liquidating?</p>	<p>Not Applicable, the Company has not received any trade advances.</p>
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Except Mr. Arvind Goel (DIN: 02300813) Common Director and Mr. Amit Dey (DIN; 9750551) Chief Executive Officer in the related party, none of the Director, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

Accordingly, the Board recommends the Resolution set out in Item No.13 of the Notice for approval by the Members as an Ordinary Resolution.

ITEM NO 14: TO APPROVE COMMISSION PAYABLE TO THE DIRECTORS

In terms of provisions contained in Section 197 of the Companies Act, 2013 (“the Act”), a company by way of an Ordinary Resolution in general meeting may authorise payment of remuneration/compensation to Non- Executive Directors (including Independent Directors), a sum not exceeding 1% (one percent) of the Net Profits of such company calculated in accordance with provisions of section 198 of the Act, if there is a Managing or Whole-Time Director or Manager.

Further, as per Regulation 17(6)(a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment thereto or modification thereof (“Listing Regulations”), the Board of Directors shall recommend all fees (save and except payment of sitting fees for attending meeting(s) of the Board of Directors and/or Committee(s) thereof or for any other purposes whatsoever as may be decided by the Board of Directors within the limits as prescribed under Section 197(5) of the Act) or compensation, if any, paid to Non-Executive Directors including Independent Directors, the same shall require approval of the Members in General Meeting.

At present, save and except for the sitting fees for participating in the meetings of the Board of Directors and Committees thereof, the Company does not pay any remuneration/ compensation to Non-Executive Directors including Independent Directors. The Non-Executive Directors including Independent Directors of your Company brings with them significant professional expertise and rich experience across wide spectrum of functional areas and the role played by the Non-Executive Directors including Independent Directors in the Company’s governance and performance is very important for growth of the Company.

Accordingly, the Board of Directors of the Company at its meeting held on April 25, 2026 recommended for the approval of the Members, payment of remuneration/compensation by way of profit related commission or otherwise as permissible under the Act to Non-Executive Directors including Independent Directors of the Company for all financial years commencing from FY 2025-26 taking into account the business prospects, roles and responsibilities, contributions, performance of the non-executive directors and in the interest of higher level of excellence in corporate governance on account of statutory and regulatory changes. The amount of remuneration/ compensation payable to the Non-Executive Directors shall be determined by the Board of Directors for each financial year commencing from FY 2025-26 based on the recommendation of the Nomination and Remuneration Committee. The remuneration/compensation by way of profit related commission or otherwise as permissible (excluding Goods and Services Tax, if any, thereon) as above, shall be paid in such proportion/ manner and upto such extent amongst all or some Non-Executive Directors as the Board of Directors determine from time to time within the overall maximum limit of 1% (one percent) of the Net Profits of the Company for the relevant financial year computed in the manner as laid down under Section 198 and other applicable provisions of the Act and rules made thereunder.

The said remuneration/compensation by way of profit related commission or otherwise as permissible (excluding Goods and Services Tax, if any, thereon) to the Non-Executive Director(s) shall be in addition to the sitting fees and reimbursement of expenses for attending Board/Committee meetings.

Non-Executive Directors including Independent Directors and their relatives may be deemed to be concerned or interested in this resolution to the extent of the remuneration that may be received by them.

None of the Key Managerial Personnel of the Company either directly or through their relatives, are in any way, concerned or interested, whether financially or otherwise, in the Resolution as set out at Item No. 13 of the

Automotive Stampings and Assemblies Limited

Notice.

Accordingly, the Board recommends the Resolution set out in Item No.14 of the Notice for approval by the Members as an Ordinary Resolution.

ITEM NO. 15 & 16

RATIFICATION AND APPROVAL FOR CHANGE IN REMUNERATION / COST TO COMPANY (CTC) STRUCTURE OF MR. SUSHAS DODE, MANAGER DESIGNATED AS CHIEF EXECUTIVE OFFICER (CEO)

&

REVISION IN REMUNERATION OF MR. SUHAS DODE, MANAGER DESIGNATED AS CHIEF EXECUTIVE OFFICER

Background of the Resolution:

On the recommendation of Nomination and Remuneration Committee, Board of Directors at their meeting held on April 28, 2023 appointed Mr. Suhas Dode (the appointee) as a "Manager" under Section 196 of the Companies Act, 2013 (the Act), designated as the 'Chief Executive Officer' (KMP) of the Company, for a period of not exceeding 5 (Five) years from May 1, 2023, to April 30, 2028 and approved his remuneration subject to approval of the Members of the Company.

Members of the Company at the 33rd Annual General Meeting (AGM) held on August 14, 2023 approved appointment of Mr. Suhas Dode (the appointee) as a "Manager" under Section 196 of the Companies Act, 2013 (the Act), designated as the 'Chief Executive Officer' of the Company, for a period of not exceeding 5 (Five) years from May 1, 2023 to April 30, 2028 and approved his remuneration.

Further, Members of the Company at the 35th Annual General Meeting (AGM) held on July 30, 2025 approved revision in remuneration of Mr. Suhas Dode, Manager designated as chief executive officer w.e.f. April 01, 2025.

• Ratification and Approval of Remuneration / Cost to Company (CTC) Structure

The Government of India has announced the implementation of the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 (hereinafter to be referred as "Wage Code") with effect from 21st November 2025, rationalising 29 existing labour laws. Consequent to implementation of Wage Code, the Company is required to change the Remuneration / Cost to Company (CTC) structure across the Company for all the employees, workers, Key Managerial Personnels including for Mr. Suhas Dode, Manager designated as Chief Executive Officer.

Pursuant to the provisions of section 197 of the Companies Act, 2013, if any manager draws or receives, directly or indirectly, by way of remuneration any such sums in excess of the limit prescribed by under aforementioned section, the Company shall seek approval of the members by way of Special Resolution.

In order to ensure compliance with the Wage Code and provisions of the aforementioned section of the Companies Act, 2013 and to maintain consistency in remuneration practices, it is necessary to ratify and approve remuneration/Cost to Company (CTC) structure, paid or payable, of Mr. Suhas Dode, Manager designated as Chief Executive Officer.

The Board of Directors of the Company, on the recommendation of Nomination and Remuneration Committee at its meeting held on July 1, 2026 has ratified and approved change in remuneration / CTC structure, paid or payable to Mr. Suhas Dode w.e.f. April 01, 2026 until 36th Annual General Meeting.

• Revision in Remuneration

Further, considering performance and overall growth of the Company, the Board of Directors of the Company, on the recommendation of Nomination and Remuneration Committee at its meeting held on July 1, 2026 has approved revision in remuneration payable to Mr. Suhas Dode w.e.f. April 01, 2026 & effective from May 01, 2026, due to car lease policy of the Company.

The revision in the remuneration payable to him is subject to the approval of the Members of the Company at the ensuing Annual General Meeting.

Schedule V to the Act, fixes the limits for payment of managerial remuneration by companies in case of loss or inadequacy of profits in any financial year and inter-alia, requires Members' approval for payment of managerial remuneration to the managerial person by way of a Special Resolution. Mr. Suhas Dode is functioning in a professional capacity and is not having any interest in the capital of the Company or its holding Company or any of its subsidiaries directly or indirectly or through any other statutory structures and not having any direct or indirect interest or related to the Directors or Key Managerial Personnel or Promoters of the Company or its holding Company or any of its subsidiaries at any time during the last two years before or on or after the date

of appointment. Besides the terms and conditions for payment of managerial remuneration as contained in the proposed Resolution, the other main terms and conditions, contained in the Resolution passed at the 33rd AGM held on August 14, 2023 shall remain same.

In compliance with the provisions of Section 196, 197 read with Schedule V and other applicable provisions thereof (including any statutory modification or re-enactment thereof for the time being in force), the revision in remuneration of Mr. Suhas Dode, Manager designated as Chief Executive Officer on the terms and conditions specified above is now being placed before the Members for their approval.

Except Mr. Suhas Dode, no Director, Key Managerial Personnel or their respective relatives are concerned financially or otherwise in the Resolution mentioned at Item No. 15 & 16 of the Notice.

Accordingly, the Board recommends the Resolution set out in Item No. 15 & 16 of the Notice for approval by the Members as a Special Resolution.

Additional Information relevant to the said appointment of Manager as per Schedule V Part II Section II (B) (iv) of the Act.

I. General Information:

1. **Nature of Industry:** The Company is manufacturer of Sheet Metal Components, Assemblies And Subassemblies for the automotive industry.
2. **Date or expected date of commencement of commercial production:** The Company was incorporated on March 13, 1990. The existing plant of the Company at Pune is in Commercial Production for more than last 24 years. The Plant at Pantnagar in Uttarakhand has been operational since more than 18 years and during the financial year 2023-24 company successfully commenced operations at 2 (Two) new Plants situated in Sanand (Gujarat and Jamshedpur (Jharkhand).
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, as per published audited financial results for the financial year ended March 31, 2026:**

Particulars	₹ (in Lakhs)
Revenue from Sale of Products/ Services (Net)	89,052.42
PAT	2,767.69

5. **Foreign Investments or collaborators, if any:** Not applicable

II. Information about the appointee:

- 1) **Background details:** as mentioned above
- 2) **Past Remuneration:**

Particulars	Remark
Annualized salary including Retirement Benefits in the form of contributions to Provident Fund and Superannuation Fund (Based on the last drawn salary)	Please refer Details of Managerial Remuneration for the financial year 2025-26 in Corporate Governance report

- 3) **Recognition or Awards:** NA
- 4) **Job Profile and his suitability:**

Mr. Suhas Dode is responsible for overall management of the Company, subject to the supervision and control of the Board of Directors and will be responsible for all duties and functions of a Manager and Chief Executive Officer as Key Managerial Personnel prescribed under Companies Act, 2013 and under SEBI Listing Regulations. He is also responsible to perform such other duties as may from time to time be entrusted by the Board. Taking into consideration the qualifications and expertise, he is best suited for the responsibilities assigned to him by the Board of Directors.

- 5) **Remuneration proposed:**

Automotive Stampings and Assemblies Limited

Particulars	₹ Amount (p.a.)
Basic Salary	Rs. 1,27,881/- with effect from April 01, 2026.
Incentive Remuneration	11,50,925/- (100 %) and which can go up to 150%
Perquisites & Allowance	3,03,378/- and such other benefits as stated in the resolution, as per Company's Policy and applicable law. 1,131 PSU under "TATA AUTOCOMP SYSTEMS LIMITED – Share Based Long Term Incentive Plan (Stock Settled) 2025–26". "TATA AUTOCOMP SYSTEMS LIMITED – Share Based Long Term Incentive Plan (Stock Settled) 2025–26" ("Stock Settled Plan") has been duly approved by the Board of Directors of the Holding Company i.e. TATA AutoComp Systems Limited ("TACO"), at its meeting held on February 06, 2026 and was subsequently approved by the shareholders of TACO at the Extra Ordinary General Meeting held on March 30, 2026. The grant of PSUs to Mr. Suhas Dode shall be governed in accordance with the provisions of the Stock Settled Plan, as amended from time to time.
Minimum Remuneration in case of inadequacy of profits during any financial year	Salary, incentive remuneration and perquisites and allowances as mentioned above

The increments may be decided by the Board and/or 'Nomination and Remuneration Committee' from time to time provided that the monthly basic salary does not exceed ₹ 3,00,000/- p.m.

The revised monthly remuneration to be paid though the same may exceed the overall limit of 5 % (Five percent) of the net profits of the Company as per the provisions of the Companies Act, 2013 and in case of inadequacy or loss the said remuneration is to be paid as minimum remuneration to Mr. Suhas Dode.

- 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 will be with respect to the country of his origin):** Taking into consideration the size of the Company, the profile of Mr. Suhas Dode, the responsibilities shouldered by him and the industry benchmarks and the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level appointees in other companies.
- 7) **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:** Besides the remuneration proposed, the appointee does not have any other pecuniary relationship with the Company.

III Other Information:

Steps taken by the Company to improve performance: To address ongoing challenges, your Company has initiated several measures towards achieving organisational and operating efficiencies and controlling costs, alongside working on improvements in processes and controls.

Expected increase in productivity and profits in measurable terms: During the financial year ended March 31, 2026 the Company has made profits amounting ₹ 2,742.55 Lakh. Further steps have been taken to improve operating efficiencies and controlling costs, alongside working on improvements in processes, controls and improve the financial performance of the Company.

IV Disclosures

The necessary disclosures as required under Schedule V part II of the Companies are as follows:

Date of Birth and Age	June 04, 1972 (Age: 54 years)
Date of first appointment	w.e.f. May 1, 2023 - Manager designated as Chief Executive Officer
Qualifications	Bachelor's degree in Engineering (Mechanical) and PGDM in Material Management.
Brief Profile and Expertise in specific functional areas	<ul style="list-style-type: none"> ● Mr. Suhas is an astute professional with over 30+ years of experience in Industry, including a rich experience of 26 years with Tata AutoComp & the Business units of Tata AutoComp. ● Before Joining Tata AutoComp Systems, Suhas has experience of 6 years with reputable companies/institutions like Videocon Appliances & UGI Gujarat Gas as a Buyer in Purchasing function. Mr. Suhas Dode earlier worked with Tata Johnsons Controls Automotive Ltd, UGI Gujarat Gas Ltd., Videocon Appliances Ltd. ● He has extensive experience in Business Management, Business Development, Purchasing, Program Management & Management of Large teams. He was Involved in the successful Joint Venture of Tata AutoComp Systems with Magna Seatings and Katcon. ● Mr. Suhas Dode is business savvy and has an expertise in driving execution, customer focus and cultivating network & partnerships for establishing the strategic direction
Terms and conditions of appointment/ re-appointment	Besides the terms and conditions for payment of managerial remuneration as contained in the proposed Resolution, the other main terms and conditions, contained in the resolution passed at the 33rd AGM held on August 14, 2023 shall remain same.
Details of remuneration last drawn (FY 2025-26) and sought to be paid, if applicable	<p>Please refer Details of Managerial Remuneration for the Financial Year 2025-26 in Corporate Governance Report.</p> <p>Remuneration sought to be paid: As per resolution</p>
Number of Board Meetings attended during the (FY 2025-26)	NA (As Invitee, attended all the Board & Committee Meetings during the FY 2025-26)
Relationships between Directors inter-se and with other Key Managerial Person (KMP)	None
List of Companies in which Directorship held as on date March 31, 2026 (excluding foreign and Section 8 Companies)	NIL
Chairmanship/Membership of specified Committees* of the Boards of above Companies as on March 31, 2026	NIL
Number of shares held in the Company: (a) Own (b) For other persons on a beneficial Basis	NIL

Automotive Stampings and Assemblies Limited

**PARTICULARS OF DIRECTOR SEEKING APPOINTMENT /RE-APPOINTMENT
AT THE ENSUING ANNUAL GENERAL MEETING
PURSUANT TO REGULATION 36(3) OF THE LISTING REGULATIONS AND
SECRETARIAL STANDARD-2 ON GENERAL MEETINGS**

Name & DIN of Director	Mr. Arvind Goel (DIN: 02300813)
Designation / Category of Director	Chairman - Non-Executive Non-Independent Director
Age	68 Years
Date of First Appointment	Appointed on 21/01/2019
Qualifications	Mr. Arvind Goel holds a degree of BE Mechanical from NIT Kurukshetra. He has also attended several leadership and skill enhancement programs including Advanced Leadership Development at Center for Creative leadership at Singapore and Strategy creation by Harvard.
Expertise in specific functional areas	<p>Mr. Arvind Goel is currently the Vice-Chairman of Tata AutoComp Systems Limited. Associated with the Tata Group since 2018, he has held several leadership positions, including Chief Operating Officer and President and has been instrumental in creating multiple joint ventures and the acquisition of TitanX. Previously, he has held senior leadership positions in several companies, including Man Force Trucks, Force Motors, Bajaj Tempo, and Kirloskar Oil Engines.</p> <p>Further he has been an active member of various industry bodies and currently serves as</p> <ul style="list-style-type: none"> • Board Member of Maharashtra Chamber of Commerce Industries and Agriculture (MCCIA); • Chairman of Western Region Automotive Components Manufacturers Association (ACMA); • Elected Member of CII National Council and CII Western Regional Council. <p>With an extensive experience of more than 40 years in the automotive industry, Mr. Arvind has been recipient of several awards, including India's most Inspirational Leader 2020" by White Page International, Global Indian of the year 2020-21" by Asia one, "Auto Component Leader of the year 2021" by Auto Components India Magazine and Economic Times Inspiring CEO 2021" by Economic Times, "Leader of the Year Manufacturing 2022" by the World Auto Forum, "Influential Leaders of India 2024-25" by Republic TV and MarksmenDaily, and Man of the Year 2025" by CIO Times, among others.</p>
Directorships held in other companies including equity listed companies and excluding foreign companies	<ol style="list-style-type: none"> 1. Tata AutoComp Hendrickson Suspensions Private Limited 2. TM Automotive Seating Systems Private Limited 3. Taco Air International Thermal Systems Private Limited (Earlier known as Air International TTR Thermal Systems Private Limited) 4. Tata AutoComp GY Batteries Private Limited 5. Tata AutoComp Systems Limited 6. Tata AutoComp Katcon Exhaust Systems Private Limited 7. Automotive Stampings and Assemblies Limited 8. Tata Fiosa Automotive Systems Private Limited 9. Tata Toyo Radiator Limited 10. Tata AutoComp Gotion Green Energy Solutions Pvt. Ltd 11. Maharashtra Chamber of Commerce Industries and Agriculture 12. TACO Prestolite Electric Private Limited 13. Persistent Systems Limited 14. Kirloskar Oil Engines Limited

Memberships/Chairmanships of committees of other companies (excluding foreign companies)	Chairmanship: Stakeholders Relationship Committee (SRC) - Persistent Systems Ltd. Audit Committee (AC) - TM Automotive Seating Systems Private Limited Membership: SRC – Automotive Stampings and Assemblies Limited AC – Automotive Stampings and Assemblies Limited, Tata Ficosa Automotive Systems Private Limited, Kirloskar Oil Engines Limited.
No. of Shares held in the Company	Nil
Name of listed entities from which the person has resigned in the past three years	-
Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company	Not related with other Directors and Key Managerial Personnel of the Company
Terms and Conditions of appointment / reappointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013

*Note: For other details such as number of meetings of the Board attended during FY 2025-26, remuneration last drawn, please refer the Corporate Governance Report which forms part of this Annual Report.

It is further affirmed that, based on information available with us Mr. Arvind Goel is not debarred from holding the Office of Director by virtue of any SEBI Order or any other authority.

