



IL JIN ELECTRONICS (I) PVT. LTD.

(일진전자)

(MANUFACTURERS OF ELECTRONICS PCBA & ELECTRONICS PRODUCTS)
CIN: U31909PN2001PTC224946



NOTICE

NOTICE is hereby given that the 24th Annual General Meeting (the “AGM”) of the members of **IL JIN ELECTRONICS (INDIA) PRIVATE LIMITED** (the “Company”) will be held on Monday, 11th August 2025 at 10:00 A.M. IST through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following business :

ORDINARY BUSINESS

1. To consider and adopt the audited financial statements of the Company for the financial year ended 31 March 2025, together with the reports of the Auditors and Board of Directors thereon and in this regard, pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** the audited Financial Statements of the Company for the financial year ended 31st March 2025 together with reports of auditor’s and directors thereon laid before the meeting, be and are hereby considered and adopted.”

2. To appoint a Director in place of Mr. Daljit Singh (DIN:02023964) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 at this Annual General Meeting and being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of section 152 and other applicable provisions of the Companies Act, 2013, the approval of members of the Company, be and is hereby accorded to re-appoint Mr. Daljit Singh (DIN: 02023964) as a director, who is liable to retire by rotation.”

SPECIAL BUSINESS

3. **Ratification of Remuneration to be paid to M/s. K.G. Goyal & Associates, Cost Accountants (Firm Registration No. 000024), the Cost Auditors of the Company**

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

“**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Cost Auditor i.e. M/s. K.G. Goyal & Associates, Cost Accountants, (Firm Registration No. 000024) appointed by the Board of Directors at their Meeting held on 17th May 2025, to conduct the audit of the cost records of the Company for the financial year 2025 - 26, at a remuneration of Rs. 15,000/- (Rupees Fifteen Thousand

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Factory Address:

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only) per annum excluding the applicable tax and out of pocket expenses, if any, as incurred during the above said audit, be and is hereby ratified and approved by the members.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise thereof aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

For and on behalf of Board of Directors
IL JIN Electronics (India) Private Limited



Sd/-
(Jasbir Singh)
Director
DIN: 00259632

Place: Gurugram
Date: 17th May 2025

**Address: 514A, The Camellias, DLF Golf Links,
Golf Course Road, Arjun Nagar, Haryana-122001**

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Notes :

1. Pursuant to the Circular No. 14/2020 dated 8th April 2020, Circular No. 17/ 2020 dated 13th April 2020, Circular No. 20/ 2020 dated 5th May 2020, and subsequent circulars issued in this regard, the latest being Circular No. 9/2024 dated 19th September 2024 (collectively referred to as “MCA Circulars”) issued by the Ministry of Corporate Affairs (“MCA”) and in compliance with the provision of the Companies Act, 2013 (“the Act”), the Company has decided to hold its 24th Annual General Meeting (“AGM”) through Video Conference (“VC”) Or Other Audio Visual Means (“OAVM”), without physical presence of the Members at a common venue.
2. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) read with Clarification/ Guidance on applicability of Secretarial Standards-1 and 2 dated 15th April 2020, issued by the ICSI, the proceedings of this AGM shall be deemed to be conducted at 1st Floor, Universal Trade Tower, Sector -49, Sohna Road, Gurugram – 122018, Haryana, the deemed venue of this AGM.
3. The explanatory statement pursuant to section 102 of the Act relating to the special business under item no. 3 of the accompanying Notice is annexed hereto and forms part of this Notice.
4. In line with the aforesaid MCA Circular, the Notice of this AGM and Annual Report for the financial year 2024-25, consisting of Financial Statements for the financial year ended 31st March 2025, Directors Report, Auditors Report and other attachments of the Financial Statements and Reports are being sent only through electronic mode to those members whose e-mail ids are registered with the Company/ Depositories. Therefore, those members, whose e-mail address is not registered with the Company or with their respective Depository Participant(s), and who wish to receive the Notice of the AGM and the Annual Report for the financial year 2024-25 and all other communications sent by the Company, from time to time, can get their e-mail address registered by following the steps as given below:-
 - a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, e-mail address to be registered along with scanned self- attested copy of the PAN and AADHAR card supporting the registered address of the Member, alongwith a scanned copy of your share certificate(s) (both sides) by e-mail to the Company at cs_corp@ambergrouppindia.com.
 - b. For the Members holding shares in demat form, please update your e-mail address through your respective Depository Participant(s) (DPs).

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5. Since this AGM will be held through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, in terms of the MCA Circular, the facility for appointment of Proxies by the Members will not be available for this AGM and hence, the Proxy Form, Attendance Slip and Route Map to AGM venue are not annexed to this Notice.
6. The attendance of Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Act.
7. Corporate Members intending their authorized representative to attend the AGM are required to send a duly certified scanned copy of its resolution authorizing them to attend and vote through VC/OAVM on their behalf at the AGM by e-mail to cs_corp@ambergroupindia.com.
8. Members may also note that the Notice of AGM and the Annual Report for the year 2024-25 will also be available on the Company's website www.iljin.co.in for download.
9. All the documents referred to in the accompanying Notice shall be available for electronic inspection during business hours on all working days without any fee by the Members from the date of the Notice up to the date of AGM, i.e., 11th August 2025. Members seeking to inspect such documents can send an email to cs_corp@ambergroupindia.com.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested under section 189 of the Act will be available for inspection by the members at the AGM.
11. Members who would like to express their views or ask questions during the AGM may raise the same at the meeting or send them in advance via email (mentioning their name and folio no.), at least 3 days prior to the date of the AGM to cs_corp@ambergroupindia.com.
12. Since the Company is not required to conduct e-voting, the voting at the meeting shall be conducted through show of hands, unless demand for a poll is made by any Member in accordance with section 109 of the Act. In case of a poll on any resolution at the AGM, Members are requested to convey their vote by sending email at cs_corp@ambergroupindia.com.

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13. The register of members and share transfer books will remain closed from 2nd August 2025 till 11th August 2025 for the purpose of the Annual General Meeting.

14. Instructions for joining the AGM through VC/ OAVM are as follows:
 - As the AGM will be conducted through Microsoft Teams Application, Teams Meeting invite will be sent to the registered emails of the organizer representatives of the Members, closer to the date of the AGM.
 - At the bottom of the email, there will be an option to Join Microsoft Teams Meeting. Click on the said link.
 - Download the Microsoft team app on your PC/tablet/Phone (if not done earlier) and keep it ready.
 - In case you have Microsoft team app on your system/device, it will direct you to Microsoft team app to connect the meeting. Thereafter, click Join now tab to join the meeting.
 - In case, you do not have/fail to configure Microsoft team app on your system/device by any chance, then you can join through web page instead. Kindly click on Join on the web. Thereafter, a new web page will open, wherein you need to write your name and click on Join now tab and wait therein, the Organiser will accept and allow you to join the meeting.

15. Instructions for members/participants for attending the AGM through VC/ OAVM are as under:
 - Facility of joining the AGM through VC / OAVM shall be open 15 (fifteen) minutes prior to the scheduled time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the scheduled time.
 - Participants/ members are requested to join the meeting at least 15 minutes in advance to test the link before the start of the meeting and complete all the testing and logistic issues.
 - Members joining the AGM from their mobile devices or tablets or through laptops connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable WiFi or LAN connection to mitigate any kind of aforesaid glitches.
 - The organizer will keep all the participants on mute by default at the start of the meeting and the respective participants/members can unmute themselves at the time of presentation / speaking.
 - Members are encouraged to express their views/ or ask questions after completion of particular agenda to ensure smooth and orderly flow of the meeting.

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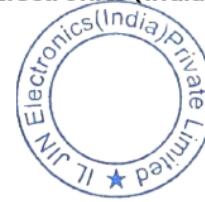
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- Please ensure that no person other than the invited participants have access to this AGM.
 - We recommend not to use / join through web-version because it may have voice and video quality issue. If you are unable to download the Microsoft team app, please reach out to IT team / Organiser for assistance at the earliest.
 - If you need any assistance before or during the meeting you can reach out to Ms. Konica Yaadav – Authorized Representative (0124 392 3000).
16. Additional Information w.r.t appointment/re-appointment of a Director, as required under Secretarial Standards-2 as prescribed by the Institute of Company Secretaries of India is provided in Annexure hereto.

For and on behalf of Board of Directors
IL JIN Electronics (India) Private Limited



Sd/-
(Jasbir Singh)
Director
DIN: 00259632

Place: Gurugram
Date : 17 May 2025

Address: 514A, The Camellias, DLF Golf Links,
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EXPLANATORY STATEMENT

{Pursuant to Section 102 of the Companies Act, 2013, to the resolution proposed to be passed at the Annual General Meeting to be held on 11th August 2025}

ITEM NO. 3

Pursuant to the provisions of section 148(3) of the Companies Act, 2013 (hereinafter referred to as '**the Act**') read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendment(s) or re-enactments thereof) and all other applicable rules, regulations and guidelines framed thereunder as may be applicable from time to time, the Board of Directors of the Company at their meeting held on 17th May 2025 on the recommendation of the Audit Committee, approved the appointment of M/s. K.G. Goyal & Associates, a firm of Cost Accountants (Firm Registration No. 000024), having its office at 4A, Pocket 2, Mix Housing Scheme, New Kondli, Mayur Vihar – III, New Delhi – 110096 as a Cost Auditor of the Company for the financial year 2025-26 at a remuneration of Rs. 15,000/- (Rupees Fifteen Thousand Only) excluding the applicable tax and out of pocket expenses, if any, as may be incurred during the said audit.

In terms of the provisions of section 148(3) of the Act read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, the consent of the Members is sought to ratify the remuneration payable to the Cost Auditor.

The partners of the Firm hold a valid certificate of practice under sub-section (1) of Section 6 of Cost and Works Accountants Act, 1959.

M/s K.G. Goyal & Associates, a firm of Cost Accountants, had certified that their appointment is within the limits prescribed under section 141(3)(g) read with section 148 of the Act and further they are independent firm of Cost Accountants and having arm's length relationship with our Company.

M/s. K.G. Goyal & Associates also confirmed that there are no orders or proceedings which are pending against their firm or any of their partners relating professional matters of conduct before the Institute of Cost Accountants of India or any competent authority or any court.

None of the Directors or the manager or any other key managerial personnel or their relatives has got any concern or interest whether financial or otherwise, if any, in respect of an Ordinary Resolution proposed at item No. 3.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable the members to understand the meaning, scope and implications of the items of business and to take decision thereon.

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The Board of Directors of your Company recommends that the Ordinary Resolution under Item No. 3 be passed in the Interest of your Company.

For and on behalf of Board of Directors
IL JIN Electronics (India) Private Limited



Sd/-
(Jasbir Singh)

Director

DIN: 00259632

**Address: 514A, The Camellias, DLF Golf Links,
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Place: Gurugram
Date : 17th May 2025

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ANNEXURE A

ADDITIONAL INFORMATION ON DIRECTOR RECOMMENDED FOR APPOINTMENT/RE-APPOINTMENT AS PER SECRETARIAL STANDARD - 2 AS PRESCRIBED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Name of Director	Mr. Daljit Singh
Age	47 Years
Qualifications	<p>Bachelor's degree in electronic engineering from Nagpur University.</p> <p>Master's degree in Information Technology from the Rochester Institute of Technology</p>
Experience/Expertise	<p>With more than 17 years of experience in the RAC & B2B manufacturing sector, Mr. Daljit Singh has demonstrated exceptional leadership and expertise. Prior to joining the Amber Enterprises India Limited ("Amber"), the holding company, he worked at Morgan Stanley in New York for six years, beginning his career as a Graduate Trainee. His extensive knowledge and experience have been instrumental in transforming Amber Group into a total solution provider for the HVAC industry.</p> <p>Under Mr. Daljit Singh's astute leadership, Amber has grown into a multi-location organization in India and diversified into various product categories. His keen and commendable contributions have significantly impacted the overall growth of the Group. Additionally, Mr. Daljit Singh played a pivotal role in the successful completion of the Amber, Initial Public Offering.</p> <p>Mr. Daljit Singh's leadership skills and meticulous attention to execution have driven the Group towards operational excellence, technological advancements, new product lineups, and continuous innovation.</p> <p>Award and Accolade :</p> <p>In 2016, Mr. Daljit Singh received "Entrepreneur of the Year" award from Ludhiana Management Association.</p>

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	Nature of expertise in specific functional areas: Financial, Diversity, Global Business, Strategy, Leadership, Board Service and Governance, Sales and Marketing, Mergers and Acquisitions, Fund Raising.
Terms and conditions of appointment or re-appointment	He has been inducted as a member of Board w.e.f 21 December 2017, liable to retire by rotation.
Details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Nil
Date of first appointment on the Board	21 December 2017
Shareholding in the company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Mr. Jasbir Singh, Director of the Company is his Brother
Number of Meetings of the Board attended during the year	5
Other Directorships	<ol style="list-style-type: none">1. Amber Enterprises India Limited2. PICL (India) Private Limited;3. AT Railway Sub Systems Private Limited4. Ever Electronics Private Limited;5. Sidwal Refrigeration Industries Private Limited6. Pravartaka Tooling Services Private Limited;7. Ascent Circuits Private Limited8. Yujin Machinery India Private Limited9. Amber Enterprises USA Inc.10. Ascent -K Circuit Private Limited

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MEMBERSHIP/ CHAIRMANSHIP OF COMMITTEES OF OTHER BOARDS

S. No.	Names of Companies	Name of the Committee (s)	Member/ Chairman
1.	Amber Enterprises India Limited	Stakeholders Relationship Committee	Member
		Corporate Social Responsibility Committee	Member
		Risk Management Committee	Member
		Business Responsibility and Sustainability Committee	Member
2.	Ever Electronics Private Limited	Nomination and Remuneration Committee	Member
3.	Sidwal Refrigeration Industries Private Limited	Corporate Social Responsibility Committee	Member
4.	Pravartaka Tooling Services Private Limited	Nomination and Remuneration Committee	Member

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