

MAHAN INDUSTRIES LIMITED
3RD FLOOR D K HOUSE NR MITHAKHALI
UNDERBRIDGE AHMEDABAD-380006 GUJARAT
(CIN: L91110GJ1995PLC024053)

NOTICE

Notice is hereby given that 29th Annual General Meeting of the Members of MAHAN INDUSTRIES LIMITED will be held on The Wednesday, 27th day of September 2023 at 11:00 A.M. at the registered office of the Company at 3rd Floor, D. K. House, Nr. Mithakhali –Under bridge, Ahmedabad-380006, Gujarat, India to transact the following business, the member can join the meeting virtually through Video Conferencing/ Other Audio Visual Means (VC/OAVM) as per MCA guidelines:

ORDINARY BUSINESS:

To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and the Auditors thereon and other documents required to be attached or annexed thereto.

To appoint M/S S D P M & Co., Chartered Accountants as Statutory Auditors of the Company and for that purpose to pass with or without modification (s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 139(8) and other applicable provisions if any of the Companies Act, 2013, as amended from time to time or any other law for the time being in force, (including any statutory modification(s) or amendment thereto or re-enactment thereof), and pursuant to recommendation by the Board of Directors, M/s. S D P M Chartered Accountants, (Accountants (Firm Registration No. 126741W), be and is hereby appointed as Statutory Auditors of the Company for the financial year 2023-2028 to fill the casual vacancy caused to the resignation of M/s Roopen R Shah & Co., Chartered Accountants, (FRN/Membership No 119869W);

RESOLVED FURTHER THAT M/s. S D P M Chartered Accountants, (Accountants (Firm Registration No. 126741W), shall be appointed as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of 34th Annual General Meeting of the Company at a remuneration as may be fixed by the Board of Directors in consultation with the said Auditors;

zRESOLVED FURTHER THAT Shri Yogendrakumar Gupta, Managing director of the Company be and is hereby authorized to take such steps as may be necessary in relation to the above and file such documents and forms pursuant to Section

139(8) and other applicable provisions of the Companies Act, 2013 with the Registrar of Companies.”

SPECIAL BUSINESS:

Regularisation of Additional Director, Mr. Sunil Gurnani (DIN: 10295851), by appointing him as Executive Director of the Company:

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded to appoint Mr. Sunil Gurnani (DIN:10295851) designated as Executive Director of the Company and that the period of his office shall be liable to retire by rotation, on the terms and conditions and remuneration as follows, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the appointment and/or remuneration based on the recommendation of the Nomination & Remuneration Committee subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution.”

Regularisation of Additional Director of Mr. Astik Trivedi (DIN: 10295843) as Non-Executive Independent Director of the Company

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Mr. Astik Trivedi [DIN:-10295843], who was appointed as an Additional Director of the Company in Independent Category and who holds office up to the date of ensuing annual general meeting

or the last date on which general meeting is to be held whichever is earlier, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and the rules made thereunder and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for term of five consecutive years with effect from 23rd August 2023 to 22nd August 2028.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

For and on behalf of Board of Directors of

Mahan Industries Limited

Sd/-

YogendraKumar Gupta

Managing Director

DIN:01726701

Date:25th August,2023

Place: Ahmedabad

MAHAN INDUSTRIES LIMITED