




MIRAJ PIPES AND FITTINGS PRIVATE LIMITED

CIN : U25209RJ2004PTC019879

 REGISTERED OFFICE
Opposite Gangotri Badi - Thur Road, Fenyon Ka Guda,
Udaipur, Rajasthan, India, PIN-313001

 1800 120 3699

 www.mirajpipes.com

NOTICE

OF

01ST

EXTRAORDINARY

GENERAL MEETING

OF

2023-24



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BOARD OF DIRECTORS:

Mr. Rakesh Lasod	Director	DIN: 08636245
Mr. Kailash Chandra	Director	DIN: 02165331

AUDITORS AND THEIR ADDRESS:

M/s Jain Nilesh And Company
Chartered Accountants (FRN: 018943C)
Address: Shop No. 2, Outside Surajpole, Opposite Shree Bhavan
Fateh Memorial, Udaipur, Rajasthan, India, PIN-313001

COST AUDITORS AND THEIR ADDRESS:

M/s. K. G. GOYAL & ASSOCIATES,
Cost Accountant (FRN: 000024)
Address: 289, Mahaveer Nagar-II, Maharani Farms, Durgapura, Jaipur, Rajasthan, India-302018

REGISTERED OFFICE OF THE COMPANY:

Opposite Gangotri, Badi-Thur Road, Fenyon Ka Guda, Udaipur, Rajasthan, India PIN-313001

CIN	TELEPHONE	E-MAIL	WEBSITE
U25209RJ2004PTC019879	1800 120 3699	cs@mirajgroup.in	www.mirajpipes.com

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01st Extraordinary General Meeting of 2023-24

Day	:	Tuesday
Date	:	07 th November, 2023
Time	:	10:00 AM
Venue [Registered Office]	:	Opposite Gangotri, Badi-Thur Road, Fenyon Ka Guda, Udaipur, Rajasthan, India PIN-313001




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NOTICE OF 01ST EXTRAORDINARY GENERAL MEETING OF 2023-24

NOTICE is hereby given that the 01st Extraordinary General Meeting of 2023-24 (“EGM” or “Meeting”) of the Members of **Miraj Pipes and Fittings Private Limited** (“Company” or “MPFPL”) will be held on **Tuesday, the 07th day of November, 2023** at 10:00 A.M. at the Registered Office of the Company at Opposite Gangotri, Badi-Thur Road, Fenyon Ka Guda, Udaipur, Rajasthan, India PIN-313001 to transact the following special business:

1. ALTERATION IN THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

“**RESOLVED THAT** pursuant to Section 13 and other applicable provisions, if any, of the Companies Act, 2013, and subject to the approval of the Registrar of Companies, approval of the Company be and is hereby accorded for alteration in the object clause of the Memorandum of Association of the Company by inserting / appending the following sub-clauses 3 and 4 after the existing sub-clause 2 of Clause III (A) of the Memorandum of Association (MOA) of the Company:

3. To manage, develop, construct, build, erect, re-erect, demolish, alter, maintain, repair, remodel, exchange, take/give on lease, rent, purchase, sell or acquire by gift, grant rights, concessions, privileges or make advances on the security of and to carry on the trade or business or dealing in and agents for real estates, lands, buildings, factories, houses, farm houses, cottages, villas, flats, colonies, mall, chain store, cinema, multiplex, entertainment centers, or any other type of residential, commercial, industrial and agricultural properties, pre-fabricated and pre-cast houses, heritage monuments, estates, hereditaments, roads, highways, docks, bridges, canals, dams, reservoirs, wells, turnkey projects, or any other infrastructural or architectural work of any kind.
4. To undertake and carry on the business of leasing / renting / licensing / letting on hire of immovable and movable properties of all kinds and description and right, title, claims and interest therein and leasing / renting / licensing / letting on hire of all kinds of assets, goods, services and articles (including land, buildings, godowns, sheds, stores, flats, warehouses, factories, garages, plants, machinery, equipment, computers, laptops, office equipment, apparatus, instruments, electrical and electronic equipment, appliances, furniture, fixtures, fittings, utensils, tools, motors, vehicles, etc.).

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




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FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any Director of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution.”

By Order of the Board of Directors
For **Miraj Pipes and Fittings Private Limited**

Sd/-

Name: **Rakesh Lasod**

Designation: **Director**

DIN: **08636245**

Date: **12th October, 2023**

Place: **Udaipur**

Address: **House No. 54, Sector 6, Hiran Magri, Manwa Khera (Rural),
Udaipur, Rajasthan, India, PIN-313002**




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NOTES:

1. The Statement, pursuant to Section 102 of the Companies Act, 2013 ("the Act"), with respect to the business under Item Nos. 1 forms part of this Notice.
2. **A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and, on a poll, to vote instead of himself and the Proxy need not be a Member of the company.**
3. **Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the company not less than forty-eight hours before the time fixed for the Meeting.**
4. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A Member holding more than ten percent of total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
6. Members / Proxies / Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members / Proxies / Authorised Representatives attending meeting are requested to sign the attendance register kept at the meeting.
7. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.
8. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the company on all working days of the company between 09:00 A.M. and 05:00 P.M. upto the date of the Meeting and at the venue of the Meeting for the duration of the Meeting.

Further, the amended copies of Memorandum of Association can be made available to the concerned member on demand.
9. Shareholders holding shares in physical mode are requested to –
 - a. Avail nomination facility in respect of their shareholding in the Company by submitting Nomination Form SH-13 prescribed pursuant to the provisions of Section 72 of the Companies Act, 2013.




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- b. Contribute to the cause of Green Initiative by registering their e-mail addresses, thereby facilitating the Company to send them by way of an e-mail, copies of Notice/s, Annual Report etc.
 - c. Submit a self-attested copy of their PAN Card, if not submitted earlier, with a view to comply with KYC norms.
10. Shareholders are requested to notify change of address, bank particulars, NECS particulars etc., if any, immediately to Company.
 11. Route-map to the venue of the Meeting is provided at the end of the Notice.

By Order of the Board of Directors
For **Miraj Pipes and Fittings Private Limited**

Sd/-

Name: **Rakesh Lasod**

Designation: **Director**

DIN: **08636245**

Date: **12th October, 2023**

Place: **Udaipur**

Address: **House No. 54, Sector 6, Hiran Magri, Manwa Khera (Rural),
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STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

The following statement, pursuant to section 102 of the Companies Act, 2013 ('the Act'), sets out all material facts relating to the businesses mentioned at Item Nos. 1 to 3 of the accompanying Notice.

ITEM NO. 1:

In order to make the main object clause of the Memorandum of Association (MOA) more comprehensive and to include other activities to be undertaken by Company i.e. buying / selling / leasing / renting / licensing / letting on hire of immovable and movable properties of all kinds and description and right, title, claims and interest therein, it is proposed to include additional objects in the main object clause of the Memorandum of Association of the Company and the Board feels that Company should widen its activities by undertaking activities in new / allied sectors as stated in the above resolution.

To enable the company to commence the business activities as mentioned in the Notice, it is proposed to amend / alter the Object Clause of the Memorandum of Association of the Company, by the insertion of sub-clauses 3 and 4 after the existing sub-clause 2 as stated in the resolution in the annexed notice. The above amendment would be subject to the approval of the Registrar of Companies.

Pursuant to provisions of section 13 of the Companies Act, 2013, Alteration in the Object Clause requires the approval of the Company by way of a special resolution hence the proposed alteration in the object clause of the Memorandum of Association of the Company is put before the member for approval, as mentioned in agenda item no. 1 of this Notice.

A copy of the existing and altered MOA will be available for inspection at the EGM and such copy will also be made available for inspection in physical or in electronic form on all working days during the business hours at the registered office of the Company.

None of the Directors, Key Managerial Personnel and/or their relatives, is/are interested or concerned, financially or otherwise in the resolution except as may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding, if any, in the Company.

The Board of Directors of the Company recommends the Resolution as set out in the accompanied Notice for approval of the shareholders by way of Special Resolution.




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By Order of the Board of Directors
For Miraj Pipes and Fittings Private Limited

Sd/-

Name: **Rakesh Lasod**

Designation: **Director**

DIN: **08636245**

Date: **12th October, 2023**

Place: **Udaipur**

Address: **House No. 54, Sector 6, Hiran Magri, Manwa Khera (Rural),
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ATTENDANCE SLIP

01st Extraordinary General Meeting of 2023-24 dated 07th November, 2023

Folio No.	:	
Name of First named Member / Proxy / Authorised Representative	:	
Name of Joint Member(s), if any:	:	
No. of shares held	:	

I / we certify that I/we am/are member(s) / proxy / authorised representative for the member(s) of the Company.

I / we hereby record my/our presence at the 01st Extraordinary General Meeting of 2023-24 of the Company being held on Tuesday, the 07th day of November, 2023 at 10:00 A.M. at the Registered Office of the Company at Opposite Gangotri, Badi-Thur Road, Fenyon Ka Guda, Udaipur, Rajasthan, India PIN-313001.

.....
Signature of First holder / Proxy / Authorised Representative

.....
Signature of 1st Joint holder

.....
Signature of 2nd Joint holder

Note(s):

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.
2. Only shareholders of the Company and/or their Proxy and/or their Authorised Representative will be allowed to attend the Meeting.
3. Members are requested to bring their copies of the Notice to the Meeting.



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Form No. MGT-11

Proxy form

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s)	:	
Registered address	:	
E-mail Id	:	
Folio No.	:	

I / We, being the member(s) of.....shares of the above named company, hereby appoint

1.	Name			
	Address			
	E-mail id		Signature	
Or failing him				
2.	Name			
	Address			
	E-mail id		Signature	
Or failing him				
3.	Name			
	Address			
	E-mail id		Signature	

As my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 01st Extraordinary General Meeting of 2023-24 of the Company on Tuesday, the 07th day of November, 2023 at 10:00 A.M. at the Registered Office of the Company at Opposite Gangotri, Badi-Thur Road, Fenyon Ka Guda, Udaipur, Rajasthan, India PIN-313001 and at any adjournment thereof in respect of such resolutions as are indicated below:



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Resolution No.	Resolution	Vote (Optional See Note 2) (Please mention no. of Shares)		
		For	Against	Abstain
SPECIAL BUSINESS				
1.	ALTERATION IN THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY			

Signed this.....day of.....2023

.....
Signature of shareholder

.....
Signature of Proxy holder(s)

Affix
revenue
stamp

Notes:

1. This form of proxy, in order to be effective should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
2. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

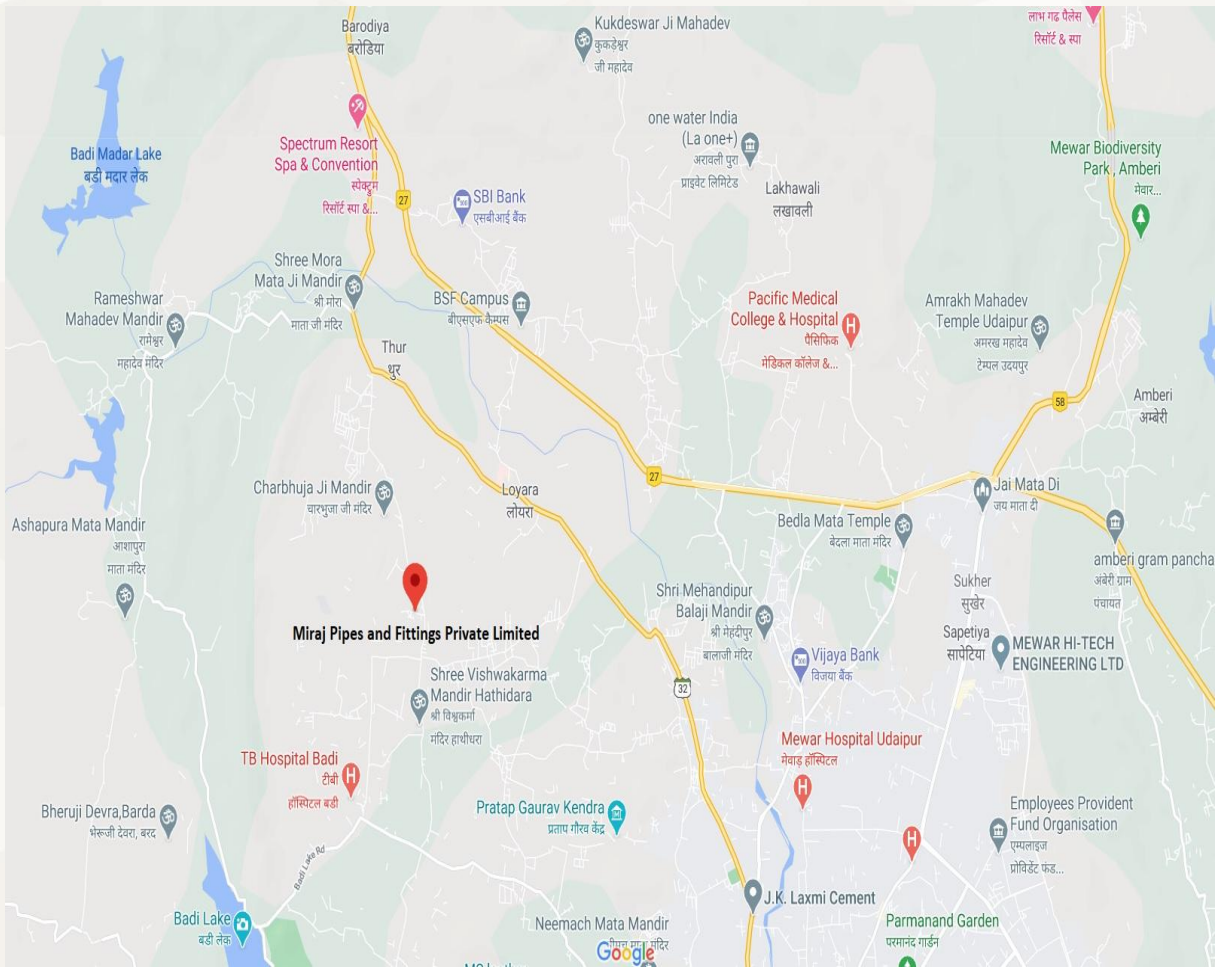


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Route map of the venue of the 01st Extraordinary General Meeting of 2023-24 of Miraj Pipes and Fittings Private Limited



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If undelivered,
Please return to Registered Office of the Company at:
Miraj Pipes and Fittings Private Limited
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