



**NOTICE OF 1<sup>st</sup> EXTRAORDINARY GENERAL MEETING FOR THE FY 2020-2021**

**To the Members of Munjal Kiriu Industries Private Limited**

NOTICE is hereby given that the 1<sup>st</sup> Extraordinary General Meeting for the FY 2020-2021 of the Members of **Munjalkiriu Industries Private Limited** will be held at shorter notice via video conferencing on Monday, 22<sup>nd</sup> day of June 2020 at 02:15 p.m. at Plot No. 192, Sector-4, Phase-II, IMT Manesar, Gurugram-122050 to transact the following businesses:

**SPECIAL BUSINESS**

- 1. TO CONSIDER AND APPROVE CONTINUE AVAILMENT OF REVOLVING CREDIT FACILITIES OF INR 200 MILLION W.E.F. 1<sup>ST</sup> DAY OF JULY 2020 TO 31<sup>ST</sup> DAY OF DECEMBER 2020 FROM M/S MIZUHO BANK LIMITED, BRANCH-NEW DELHI.**

To consider and if thought fit, to pass with or without modification, the following resolution unanimously:

**“RESOLVED THAT** the unanimous approval of the members of the Company be and is hereby accorded to continuance availment, as circumstances necessitates, for the requisite amount of credit facilities within overall approved limit of INR 200 million w.e.f. 1<sup>st</sup> day of July 2020 until 31<sup>st</sup> day of December 2020 and rollover of the said credit facilities within overall approved limit thereafter expiry of the said term from M/s. Mizuho Bank Limited, Branch- New Delhi, (hereinafter called “the Bank”).

**RESOLVED FURTHER THAT** any two out of the four personnel from the below table

**TABLE A**

<b>Sl. No.</b>	<b>NAME OF AUTHORIZED SIGNATORY</b>	<b>DESIGNATION</b>	<b>MODE OF OPERATION</b>
1.	Mr. Eiichi Tanimura	Executive Advisor	any two authorized signatory
2.	Mr. Shohei Yoshida	The Advisor to Managing Director	
3.	Mr. Kannan Saravanan	Managing Director and Chief Executive Officer	
4.	Mr. Bhawnesh Vij	Chief Financial Officer	

be and are hereby authorized

1. to execute necessary loan documents, undertaking, declaration, confirmation, drawdown request, etc., if required, for and on behalf of the Company as may be required by the Bank; and
2. to do all such acts, deeds, matters and things on behalf of the Company as may in absolute discretion deem fit, necessary and expedient and as may be required by the Bank to avail the aforesaid revolving credit facilities for and on behalf of the Company.

**RESOLVED FURTHER THAT** the Managing Director or/and the Company Secretary be and is hereby authorized to furnish a certified copy of the said resolution to the Bank to act upon it.”

**DATE: June 22, 2020**

**PLACE: IMT Manesar**

**By Order of the Board of Directors**

**M/S MUNJAL KIRIU INDUSTRIES PRIVATE LIMITED**

*Rohit Babbar*  
Company Secretary

**ROHIT BABBAR  
COMPANY SECRETARY  
M.No. A40520**

**NOTES:**

1. The Statement, pursuant to Section 102 of the Companies Act, 2013 with respect to item no. forms the part of this notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR HOLDING THE 1<sup>st</sup> EXTRAORDINARY GENERAL MEETING FOR THE FY 2020-2021.**
3. Proxy in order to be effective must be received by the Company at the registered office not less than 48 hours before the scheduled time of the meeting. Members are requested to note that in case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the meeting.
5. The Meeting is being convened at a shorter notice, after obtaining the consent, in writing, of more than 95% of the Members of the Company, pursuant to the provisions of Section 101 of the Act.
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in regard to the business as set out in Item No. 01 above is annexed hereto.
7. Any document relevant to / referred to the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days except holidays between 11.00 A.M. to 5.00 P.M. up to the date of meeting or may be available through electronic mode.
8. Any change in Member's communication address is to be duly communicated to the Company.
9. Due to the spread of infectious COVID 19 in the world, WHO declared it as a pandemic and in this regard physical interaction shall be avoided. Hence, your company has decided to conduct the meeting of the members through Video Conferencing as announced by the Ministry of Corporate Affairs. You can access the circular issued by Ministry of Corporate Affairs by clicking the below link [http://mca.gov.in/Ministry/pdf/Circular14\\_08042020.pdf](http://mca.gov.in/Ministry/pdf/Circular14_08042020.pdf)
10. In case of any assistance required for connecting on the Video Conferencing then you can contact our technology provider +91-9560024449 or Company Secretary +91-9311314004.
11. In case of demand of poll raised by any member on any item then the vote on the resolution can be cast to the Company Secretary of the company at [rbabbar@munjalkiri.co.in](mailto:rbabbar@munjalkiri.co.in).
12. Rout Map is enclosed.

## **Inspection**

Memorandum and Articles of Association of the Company and other relevant documents, if any, will be available for inspection by members at the Registered Office of the Company between 11:00 A.M and 5:00 PM on all working days and at the meeting and also available through electronic mode.

### **INSTRUCTIONS ON HOW TO ACCESS AND PARTICIPATE IN THE MEETING:**

**You are invited to call on Lifesize.**

#### **Lifesize to Lifesize Room Systems**

Use the keypad to enter this extension: 3986575

#### **Third Party Room Systems**

Call the IP Address: 3.1.9.9

Enter the Extension: 3986575

Or call directly:

[3986575@sip.lifesizecloud.com](mailto:3986575@sip.lifesizecloud.com)

#### **Call in by Phone**

Additional numbers: <https://call.lifesize.com/pstn/numbers>

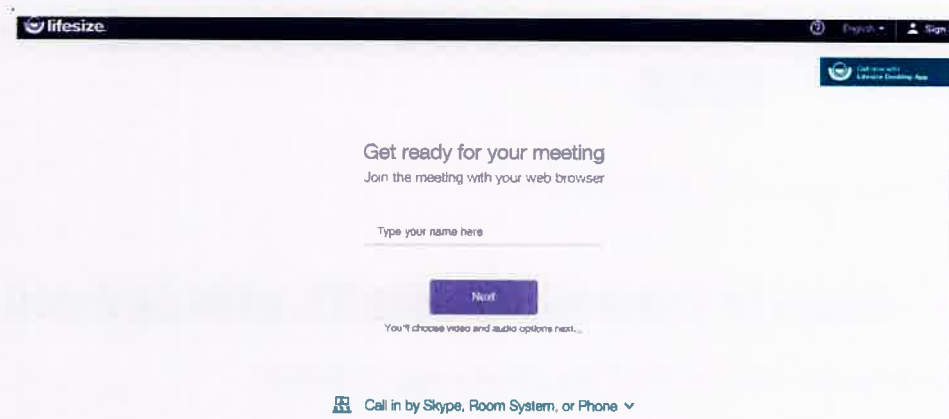
Calling from a Lifesize conference room system? Just dial 3986575 with the keypad.

**Connect over video with Lifesize APP or directly use below link in Google chrome.  
(PFA for Steps)**

Join with the Lifesize App: <https://call.lifesizecloud.com/3986575>

## Steps to connect Lifesize video conference

1. Go to below Lifesize VC link in **Google Chrome**.  
<https://call.lifesizecloud.com/3986575>
2. Type your name here.



3. After giving your name, it will ask for the camera preferences. If you can see yourself, then please press "Next".

### Choose your camera preferences

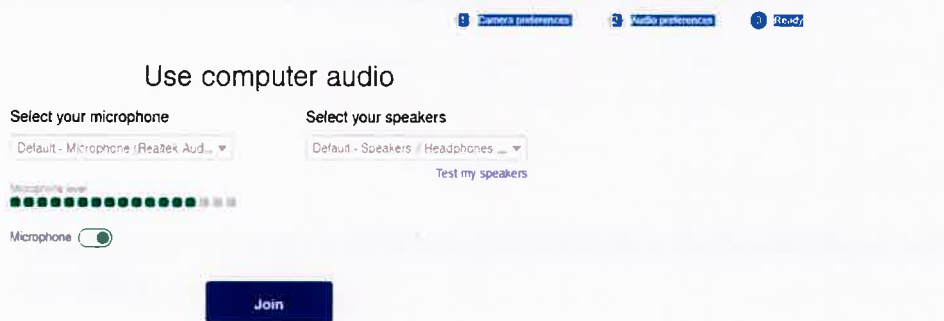


4. Choose Audio option



Click on “Use Computer audio”

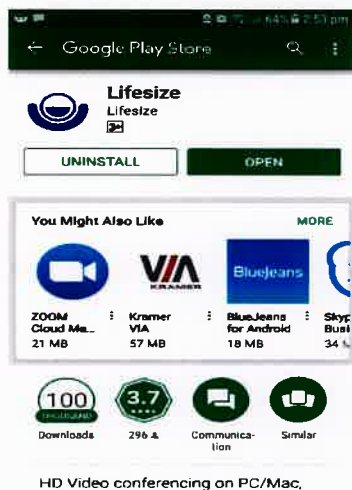
5. Test your microphone and speaker here before joining the meeting.



6. If test is pass, click on Join Button.

## Steps to Connect Lifesize VC with Android

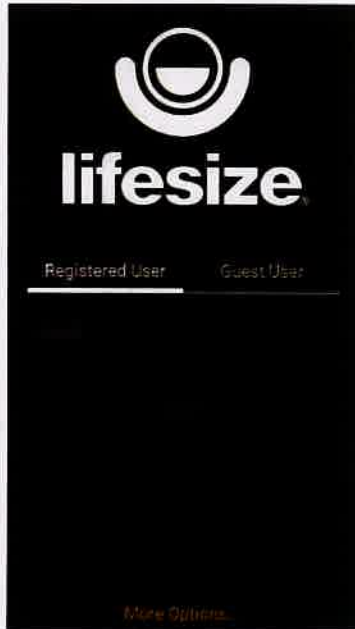
1. Go to Google play to install the Lifesize App “Lifesize”.



Install this App at Android phone.

2. After installing, it will ask the login in App.

Choose "guest user".



3. Put your name and Dial string in required area.

Your Name = ...  
Dial String = 3986575



4. Press "Place Call" and you will connect in Lifesize VC call meeting.



## **Steps to Connect Lifesize VC with IOS (Apple)**

1. Go to App store and install the Lifesize App in device "Lifesize".



2. Open the App and select Guest User.





3. Put your name and Dial string in required area.



After giving the required details, press Join call button. Then you will be connect in Lifesize VC call.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**AGENDA ITEM NO. 01**

The Board of Directors of the Company in its duly convened and held meeting, dated 16<sup>th</sup> December 2019 authorized to continue the availment of revolving credit limit, as circumstances necessitates, within overall approved limit of Rs. 200 Million on the same terms and conditions until June 30, 2020. The Board of Directors is now further recommended to the shareholders for authorisation to continue the availment of revolving credit limit, as circumstances necessitates, within overall approved limit of Rs. 200 million, in its duly convened and held meeting dated June 22, 2020 until December 31, 2020 on the same terms and conditions.

Any borrowing by the Company in excess of USD 2 Million (apart from working capital loans) requires unanimous consent of all the Directors present in the Board Meeting and shareholders in the shareholder meeting as per the articles of association of the Company pursuant to Joint Venture Agreement and the Article 44 read with Article 45 of Articles of Association of the Company for the time being in force requires **"RESERVED MATTERS"** unanimous consent of all the shareholders in Shareholders' meeting.

The Resolution as set out in the said Agenda Item no. 01 of the Notice convening the Extraordinary General Meeting seeks the unanimous approval of the shareholders.

None of the Directors and other key managerial personnel is concerned or interested in the said Resolution.


**DATE: June 22, 2020**

**PLACE: IMT Manesar**

**By Order of the Board of Directors**

**M/S MUNJAL KIRIU INDUSTRIES PRIVATE LIMITED**

For Munjal Kiriu Industries Pvt. Ltd.



**ROHIT BABBAR**  
**COMPANY SECRETARY**  
**M.No. A40520**

**MUNJAL KIRIU INDUSTRIES PRIVATE LIMITED**  
**CIN: U34200HR2007PTC073642**

Registered Office Address : Plot No. 192, Sector-4, Phase-II, IMT Manesar,  
Gurugram-122050

Website : [www.munjalkiriu.co.in](http://www.munjalkiriu.co.in)

Email : [rbabbar@munjalkiriu.co.in](mailto:rbabbar@munjalkiriu.co.in)

Please complete the attendance slip and hand over at the entrance of the meeting hall.

**ATTENDANCE SLIP**

I / We hereby record my / our presence at the 1<sup>st</sup> Extraordinary General Meeting for the FY 2020-2021 of the Company via video conferencing held on Monday, 22<sup>nd</sup> day of June 2020 at 02:15 p.m. at Plot No 192, Sector-4, Phase-II, IMT Manesar, Gurgaon-122050, Haryana

<b>For Physical Holding</b>	<b>For Electronic Holding (Demat) NSDL/CDSL</b>	<b>No .of Shares</b>
<b>LF No.</b>	<b>DP ID</b>	<b>Client ID</b>
<b>NAME OF THE MEMBER/JOINT MEMBER(S) (IN BLOCK CAPITALS)</b>		

\_\_\_\_\_  
SIGNATURE OF THE MEMBER/  
JOINT MEMBER(S) / PROXY

**Note: In case of meeting through video conferencing, the attendance slip is not required.**

**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]

CIN : **U34200HR2007PTC073642**  
Name of the Company : **Munjal Kiriu Industries Private Limited**  
Registered Office : **Plot No. 192, Sector-4, Phase-II, IMT Manesar,  
Gurugram-122050**

<b>Name of the members(s)</b>	:	
<b>Registered address</b>	:	
<b>E-mail Id</b>	:	
<b>Folio No/Client Id</b>	:	
<b>DP ID</b>	:	

I/We, being the members(s) of \_\_\_\_\_ shares of the above name 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 : ,or failing him

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 1<sup>st</sup> Extra-Ordinary General Meeting for the FY 2020-2021 of the Company, to be held at shorter notice via video conferencing on Monday, 22<sup>nd</sup> day of June 2020 at 02:15 p.m. at Plot No 192, Sector-4, Phase-II, IMT

Manesar, Gurgaon-122050, Haryana and at any adjournment thereof in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

S. No.	Resolutions	Type of Resolution
<b>SPECIAL BUSINESS</b>		
1.	To consider and approve continue availment of revolving credit facilities of INR 200 million w.e.f. 1 <sup>st</sup> day of July 2020 to 31 <sup>st</sup> day of December 2020 from M/S Mizuho Bank Limited, Branch-New Delhi.	Unanimous

Signed on this \_\_\_\_\_

Signature of shareholder

Signature of Proxy holder(s)

**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Appointing proxy does not prevent a member from attending in person if he/she so wishes.
3. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

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*Affix  
Revenue  
Stamp*

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**ROUTE MAP TO THE VENUE OF EGM**

