

Date: 16th July, 2024

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400001

Scrip Code: 531727

Subject: Notice of 47th Annual General Meeting and information of Book Closure & Cut-off Date.

Dear Sir / Madam,

With reference to the captioned subject, we wish to inform you that the 47th Annual General Meeting of the members of the Company is scheduled to be held on **Tuesday, 13th August, 2024 at 04.00 p.m.** (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

The deemed venue for the Annual General Meeting shall be the registered office of the Company.

A copy of the Notice of 47th Annual General Meeting is enclosed with this letter.

Further, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is providing facility to the members to cast their votes by electronic means (remote e-voting), on all resolutions as set out in the notice of Annual General Meeting, who are holding shares either in physical or in electronic form as on cut-off date i.e. **Monday, 05th August, 2024**. The remote e-voting commences on Saturday, 10th August, 2024 (from 9.00 a.m. IST) and ends on Monday, 12th August, 2024 (upto 5.00 p.m. IST)

Intimation of Book Closure and Cut-off date in prescribed format is also enclosed herewith.

Kindly take the same on your records.

Thanking you,
Yours faithfully,

For Menon Pistons Limited

Pramod Suresh Suryavanshi
Company Secretary & Compliance Officer
ICSI Membership No.: A45514

Place: Kolhapur

Encl.: As above

Kind Attn. Market Operations Department

Name of the Company: Menon Pistons Limited

Scrip Code	Type of Securities	Book Closure (Both days inclusive)		Cut-off Date	Purpose
		From	To		
531727	Equity	Tuesday, 06 th August, 2024	Tuesday, 13 th August, 2024	Monday, 05 th August, 2024	E-Voting on all resolutions as set out in the notice of 47th Annual General Meeting of the Company. and Determining names of the Shareholders eligible for payment of final dividend on equity shares for the financial year ended 31 st March, 2024, if approved in the Annual General Meeting.

Kindly take the same on your records.

Thanking you,
Yours faithfully,

For Menon Pistons Limited

Pramod Suresh Suryavanshi
Company Secretary & Compliance Officer
ICSI Membership No.: A45514

Place: Kolhapur

Menon Pistons Limited

CIN: L34300MH1977PLC019823, Regd. Office: 182, Shirol, Kolhapur - 416 122,
Email: cs@menonpistons.com, Tel. No.: 0230-2468041 / 42, Website : www.menonindia.in

Notice of 47th Annual General Meeting

Notice is hereby given that the 47th Annual General Meeting of the members of Menon Pistons Limited will be held on **Tuesday, 13th August, 2024 at 4.00 p.m.** Indian Standard Time ("IST") through Video Conferencing/Other Audio Visual Means ("VC/OAVM") facility to transact the following businesses:

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2024 together with Reports of Directors' and Auditors' thereon.
- 2) To declare dividend on equity shares for the financial year ended 31st March, 2024.
- 3) To appoint a director in place of Mr. Sachin Menon (DIN:00134488) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4) Approval of remuneration payable to Cost Auditor:

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, 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), M/s. C S Adawadkar & Co., Cost Accountants, Pune (FRN-100401), the Cost Auditors appointed by the Board of Directors to verify, review cost records and to conduct cost audit of the Company for the financial year ending 31st March, 2025 be paid remuneration of Rs.1,50,000/- (Rupees One Lakh Fifty Thousand only) plus GST as applicable and reimbursement of out of pocket expenses.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be required or deemed necessary to give effect to the above resolution."

5) Appointment of Ms. Sharanya Menon as a Director of the Company:

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 160, and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), the rules framed thereunder as amended and notified from time to time, Ms. Sharanya Menon (DIN- 09159300), who was appointed as an Additional Director (Executive) in the meeting of Board of Directors held on 29th May, 2024 with effect from 01st August, 2024, whose term expires at the ensuing Annual General Meeting of the Company, and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director (Executive Category) of the Company who shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be required or deemed necessary to give effect to the above resolution."



6) Appointment of Ms. Devika Menon as a Director of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160, and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), the rules framed thereunder as amended and notified from time to time, Ms. Devika Menon (DIN- 09694895), who was appointed as an Additional Director (Executive) in the meeting of Board of Directors held on 29th May, 2024 with effect from 01st August, 2024, whose term expires at the ensuing Annual General Meeting of the Company, and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director (Executive Category) of the Company who shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be required or deemed necessary to give effect to the above resolution.”

**By order of the Board
For Menon Pistons Limited**

Place: Kolhapur
Date: 29.05.2024

Sachin Menon
Chairman & Managing Director
DIN: 00134488

Registered Office:
182, Shirol, Kolhapur - 416122
Maharashtra, India

Notes :

1. The statement under Section 102 of the Companies Act, 2013 and as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) in respect of special businesses is annexed hereto.
2. Pursuant to General Circular Nos.14/2020, 17/2020, 20/2020, 02/2021, 02/2022 10/2022, 09/2023 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 05th May, 2022, 28th December, 2022 and 25th September, 2023 respectively, issued by the Ministry of Corporate Affairs (“MCA Circulars”), Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62 SEBI/HO/CFD/PoD-2/P/CIR/2023/4 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 12th May 2020, 15th January 2021, 13th May 2022, 5th January, 2023 and 7th October 2023 respectively issued by the Securities and Exchange Board of India (“SEBI Circulars”) and in compliance with the provisions of the Act and Listing Regulations, the Annual General Meeting (“AGM”) of the Company is being conducted through VC/OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the AGM shall be the registered office of the Company.
3. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by members will not be available for the AGM and hence the proxy form and attendance slip are not annexed to this Notice.
4. Institutional/Corporate members (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG format) of its Board Resolution or governing body Resolution/ Authorisation etc., authorising its representative to attend the AGM through VC/OAVM or to vote through remote E-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through their registered email address to devendracs@gmail.com with copies marked to the Company at cs@menonpistons.com and to its RTA at pune@linkintime.co.in
5. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide e-voting facility to its members to cast their right to vote electronically on the resolutions mentioned in the notice of the 47th AGM. The Company has engaged services of Link Intime India Pvt. Ltd. to provide e-voting facility. Instructions and other information relating to e-voting are given in this notice under **Note No. 29**
6. The members can join the AGM in the VC/OAVM mode 15 (Fifteen) minutes before the scheduled time of the commencement of the meeting by following the procedure mentioned in the notice. Instructions and other information for members for attending the AGM through VC/OAVM are given in this notice under **Note No. 30**
7. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. As the AGM of the Company is holding through VC/OAVM, we therefore request the members to submit questions in advance relating to the business specified in this notice of AGM on the email IDs: cs@menonpistons.com / oad@menonpistons.com.
9. Members desiring information on the financials and operations of the Company are requested to write to the Company at least Seven (7)

days before the date of the AGM to enable the Company to furnish the information.

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, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the notice will also be available for electronic inspection without any fee by the members from the date of circulation of this notice up to the date of AGM, i.e. 13th August, 2024.
11. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. As per the MCA General Circular, this notice together with the Annual Report will be sent through electronic mode only to those members whose email ids are registered with the RTA of the Company / Depository Participant. The Copy of the Notice of 47th AGM and Annual Report 2023-24 will also be uploaded on the company's website at www.menonindia.in, website of BSE Ltd. at www.bseindia.com and website of the RTA www.instavote.linkintime.co.in
13. Members of the Company holding shares either in physical form or in Dematerialized form as on Benpos date i.e. 12th July, 2024, will receive Annual Report through electronic mode.
14. Any person who acquires shares of the Company and becomes a member of the Company after the dispatch of the notice and holding shares as on the cut-off date i.e. 12th July, 2024 may obtain the Login Id and password by sending a request at enotices@linkintime.co.in
15. The dividend on equity shares, as recommended by the Board of Directors, if approved at the AGM, will be paid to those members whose name appears on the Register of Members of the Company as on Monday, 5th August, 2024 i.e. Record Date (Cut-off date). The Register of Members and the Share Transfer Books of the Company will remain closed from 6th August, 2024 to 13th August, 2024 (both days inclusive) for purposes of the 47th AGM to be held on Tuesday, 13th August 2024 and for payment of dividend.
16. All correspondence relating to transfer and transmission of shares, sub-division of shares, issue of duplicate share certificates, change of address, dematerialization of shares, payment of dividend etc. will be attended to and processed at the office of the RTA i.e. Link Intime India Pvt. Ltd, Block No. 202, Akshay Complex, Dhole Patil Road, Near Ganesh Temple, Pune - 411001, Phone No.- 020 - 26161629 / 26160084 Email : pune@linkintime.co.in
Contact Person : Mr. Umesh Sharma.
17. The requisite information about the Directors seeking appointment/re-appointment is included in the Report on Corporate Governance annexed to notice as the case may be.
18. Unclaimed dividends for the financial year 2016-17 can be claimed from the Company by completing the requisite formalities. To claim unpaid / unclaimed dividend for the financial year 2016-17, the requisite formalities are required to be completed prior to 27th August, 2024. Thereafter the unclaimed dividend for the said year is liable to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government as per Section 125 of the Act. For details on unclaimed dividend(s), members are requested to write to Link Intime India Pvt. Ltd. The shares on which the Dividend has remained unpaid / unclaimed for a period of consecutive seven (7) years or more would be transferred to IEPF as per the provisions of the Act. The details of the unpaid / unclaimed dividend are available on the website of the Company i.e. www.menonindia.in.

19. The Ministry of Corporate Affairs had notified the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 effective from 7th September, 2016 as amended by Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017, effective from 28th February, 2017. The said rules provide for manner of transfer of shares in respect of which dividend has remained unpaid / unclaimed for seven consecutive years to DEMAT Account of the IEPF Authority.
- In compliance with said rules, the Company has transferred respective shares to IEPF authority for the financial year 2015-16.
20. Members holding shares in identical order of names in more than one folio are requested to write to the Company's RTA enclosing their Share certificate(s) to enable the Company to consolidate their holdings into one folio for better services.
21. The Company encourages members to intimate/ update their e-mail addresses to receive the Annual Report and other communication electronically in support of the "Go Green" initiative of the Ministry of Corporate Affairs. The Company will send all communication including the Annual Report via e-mail to the members who have provided their e-mail addresses to the Company/Depositories.
22. Members who still hold share certificates in physical form are advised to Dematerialise their shareholding to avail the benefits of Dematerialisation, which include easy liquidity, trading is permitted in Dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
23. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
24. The Board of Directors has appointed Mr. Devendra Deshpande, Practicing Company Secretary, Pune, as the Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.
25. The Scrutinizer shall within a period of not exceeding 48 hours from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses not in employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company. The Chairman or any other person authorized by the Chairman shall declare the result of the voting. The results declared along with the Consolidated Scrutinizer's Report shall be placed on the website of the Company i.e. www.menonindia.in and on the website of Link Intime India Pvt. Ltd. (LIPL) <https://instavote.linkintime.co.in>. The Results shall also be immediately forwarded to the BSE Limited where the shares of the Company are listed.
26. Since the AGM will be held through VC/OAVM facility, the route map is not annexed in this notice.
27. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2023/72 dated June 08, 2023 issued by the Securities and Exchange Board of India (SEBI) titled Online processing of investor service requests and complaints by RTAs; our RTA Link Intime India Private Ltd developed "SWAYAM" a brand new investor self-service portal, designed exclusively for the investor service. This application can be accessed at <https://swayam.linkintime.co.in>
28. Members holding shares in Demat mode, who have not registered their email Id are requested to register their email Id with their respective Depository Participants (DPs).
- Members holding shares in physical mode are requested to update their KYC Details with the Company's RTA. Members may follow the process detailed below for registration of KYC details.

Type of Holder	Process to be followed	
Physical Mode	For availing the following investor services, send a written request in the prescribed form to the RTA of the Company, Link Intime India Private Limited either by email to pune@linkintime.co.in / umesh.sharma@linkintime.co.in or by post to Block No. 202, Akshay Complex, Near Ganesh Temple, Off Dhole Patil Road, Pune – 411001	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	For nomination as provided in the Rules 19 (1) of Companies (Share capital and debenture) Rules, 2014	Form SH-13
	Declaration to opt out nomination	Form ISR-3
	Cancellation or Variation of Nomination	Form SH-14
	Form for requesting issue of Duplicate Certificate and other service requests for shares / debentures / bonds, etc., held in physical form	Form ISR-4
The above forms are available at www.menonindia.in and www.linkintime.co.in		

29. Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in Demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their Demat accounts.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with NSDL	<p align="center">Method 1 - If registered with NSDL IDeAS facility</p> <p>➡ Users who have registered for NSDL IDeAS facility:</p> <p>a) Visit URL: https://eservices.nsdl.com and click on “Beneficial Owner” icon under “Login”.</p> <p>b) Enter user id and password. Post successful authentication, click on “Access to e-voting”.</p> <p>c) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime Insta Vote website for casting the vote during the remote e-voting period.</p> <p>OR</p> <p>➡ User not registered for IDeAS facility:</p> <p>a) To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on, https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp”</p> <p>b) Proceed with updating the required fields.</p> <p>c) Post registration, user will be provided with Login ID and password.</p>

Type of shareholders	Login Method
	<p>d) After successful login, click on “Access to e-voting”.</p> <p>e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime Insta Vote website for casting the vote during the remote e-voting period.</p> <hr/> <p style="text-align: center;">Method 2 - By directly visiting the e-voting website of NSDL</p> <p>a) Visit URL: https://www.evoting.nsdl.com/</p> <p>b) Click on the “Login” tab available under ‘Shareholder/Member’ section.</p> <p>c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see “Access to e-voting”.</p> <p>e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime Insta Vote website for casting the vote during the remote e-voting period.</p>
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p style="text-align: center;">Method 1 - From Easi/Easiest</p> <p>➡ Users who have registered/ opted for Easi/Easiest:</p> <p>a) Visit URL: https://web.cdslindia.com/myeasinew/home/loginor www.cdslindia.com.</p> <p>b) Click on New System Myeasi</p> <p>c) Login with user id and password</p> <p>d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.</p> <p>e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime Insta Vote website for casting the vote during the remote e-voting period.</p> <p>OR</p> <p>➡ Users not registered for Easi/Easiest:</p> <p>a) To register, visit URL: https://web.cdslindia.com/myeasinew/Registration/EasiRegistration</p> <p>b) Proceed with updating the required fields.</p> <p>c) Post registration, user will be provided Login ID and password.</p> <p>d) After successful login, user able to see e-voting menu.</p> <p>e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.</p> <hr/> <p style="text-align: center;">Method 2 - By directly visiting the e-voting website of CDSL</p> <p>a) Visit URL: https://www.cdslindia.com/</p> <p>b) Go to e-voting tab.</p> <p>c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.</p> <p>d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account</p> <p>e) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime Insta Vote website for casting the vote during the remote e-voting period.</p>

Type of shareholders	Login Method
Individual Shareholders (holding securities in Demat mode) & login through their depository participants	a) Login to DP website b) After Successful login, members shall navigate through “e-voting” tab under Stocks option. c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu. d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Login method Individual Shareholders, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>
 2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -
 - A. User ID:**
Shareholders holding shares in **physical form** shall provide Event No + Folio Number registered with the Company.
Shareholders holding shares in **NSDL** Demat account shall provide 8 Character DP ID followed by 8 Digit Client ID;
Shareholders holding shares in **CDSL** Demat account shall provide 16 Digit Beneficiary ID.
 - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).
 - C. DOB/DOI:** Enter the Date of Birth (DOB)/ Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.
 - Shareholders/ members holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above
 - Shareholders holding shares in **NSDL** form, shall provide ‘D’ above
 - Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - Click “**confirm**” (Your password is now generated).
 3. Click on ‘Login’ under ‘SHARE HOLDER’ tab.
 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.
- Cast your vote electronically:**
1. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
 2. E-voting page will appear.
 3. Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour / Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
 4. After selecting the desired option i.e. Favour / Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘**No**’ and accordingly modify your vote.

Guidelines for Institutional shareholders: (“Corporate Body/ Custodian/Mutual Fund”):

STEP 1 – Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “**Investor Mapping**” tab under the Menu Section
- c) Map the Investor with the following details:
 - a. ‘Investor ID’ -
 - i. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - ii. Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - b. ‘Investor’s Name - Enter full name of the entity.
 - c. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.
 - d. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-voting.

THE CORPORATE SHAREHOLDER CAN VOTE BY TWO METHODS, ONCE REMOTE E-VOTING IS ACTIVATED:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on ‘**Votes Entry**’ tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote voting.
- d) Enter ‘16-digit Demat Account No.’ for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
- f) After selecting the desired option i.e., Favour / Against, click on ‘**Submit**’.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘**No**’ and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR



VOTES UPLOAD:

- Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- You will be able to see the notification for e-voting in inbox.
- Select '**View**' icon for 'Company's Name / Event number '. E-voting page will appear.
- Download sample vote file from '**Download Sample Vote File**' option.
- Cast your vote by selecting your desired option '**Favour / Against**' in excel and upload the same under '**Upload Vote File**' option.
- Click on '**Submit**'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk for Individual Shareholders holding securities in physical mode/ Non-Individual shareholders holding securities in Demat mode:

Shareholders facing any technical issue in login may contact Link Intime Instavote helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 - 4918 6000

Helpdesk for Individual Shareholders holding securities in Demat mode:

Individual Shareholders holding securities in Demat mode may contact the respective helpdesk 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.co.in or call at : 022 - 4886 7000 and 022 - 2499 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 22 55 33

Individual Shareholders holding a security in physical Form has forgotten the password:

If an Individual shareholders holding securities in physical form has forgotten the **USER ID** [Login ID] or Password or both then the shareholder can use the "**Forgot Password**" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL Demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL Demat account is 16 Digit Beneficiary ID.

Institutional shareholders ("**Corporate Body/ Custodian/Mutual Fund**") has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the **USER ID** [Login ID] or Password or both then the shareholder can use the "**Forgot Password**" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘Corporate Body/ Custodian/Mutual Fund’ tab and further Click ‘forgot password?’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders are having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%^), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in Demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Other Instructions:

- a. The e-voting period begins on 10th August, 2024 (9:00 am) and ends on 12th August, 2024 (5:00 pm). During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 5th August, 2024 may cast their votes electronically. The e-voting module shall be disabled by Link Intime India Pvt. Ltd. for voting after 5.00 pm on 12th August, 2024.
- b. The voting rights of members shall be in proportion to their shares held in the paid up equity share capital of the Company as on the cut-off date i.e. 5th August, 2024. 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 only shall be entitled to avail the facility of e-voting as well as voting during the meeting.

30. Instructions for Shareholders to Attend the Annual General Meeting through InstaMeet (VC/OAVM) are as under::

Process and manner for attending the Annual General Meeting through InstaMeet:

Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> and Click on “Login”.

- Select the “Company” and ‘Event Date’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No.

- Shareholders/members holding shares in CDSL Demat account shall provide 16 Digit Beneficiary ID
- Shareholders/members holding shares in NSDL Demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
- Shareholders/members holding shares in physical form shall provide Folio Number registered with the Company

B. PAN:

Enter your 10 digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company, shall use the sequence number provided to you, if applicable.)

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

- Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 (Three) days in advance with the company on cs@menonpistons.com/oad@menonpistons.com.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panel list, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/management will announce the name and serial number for speaking.

Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/moderator during the meeting, shareholders/members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “**Cast your vote**”
2. Enter your 16 digit Demat Account No./Folio No. and OTP (received on the registered mobile number/registered email Id) received during registration for InstaMEET and click on ‘**Submit**’.
3. After successful login, you will see “**Resolution Description**” and against the same the option “**Favour/Against**” for voting.
4. Cast your vote by selecting appropriate option i.e. “**Favour/Against**” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘**Favour/Against**’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “**Save**”. A confirmation box will be displayed. If you wish to confirm your vote, click on “**Confirm**”, else to change your vote, click on “**Back**” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/Members are encouraged to join the Meeting through Tablets/Laptops connected through broadband for better experience.

Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on Tel: 022-49186175.

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

The following explanatory statement sets out all material facts relating to the Special Businesses mentioned in the accompanying notice:

Item No. 4 - Approval of remuneration payable to cost auditors for conducting cost audit for financial year 2024-25:

The Board, after considering the recommendation of the Audit Committee, has approved the appointment and remuneration to C S Adawadkar & Co., Cost Accountants, Pune to conduct verification and review of the cost records of the Company for the financial year ending 31st March, 2025 on a remuneration of Rs.1,50,000/- (Rupees One Lakh Fifty Thousand only) plus GST and out of pocket expenses, if any.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be fixed by the members of the Company.

Pursuant to provisions of the Act and rules made there under, approval of the members of the Company is being sought by this ordinary resolution as a matter of caution. Appointment of the Cost Auditor was made by the Board, as stated on the basis of recommendations of the Audit Committee.

None of the Directors/Key Managerial Personnel of the Company or their relatives is concerned or interested in the said resolution.

The Board recommends the Ordinary Resolution as set out at Item No. 4 of the notice for approval of the members.

Item No. 5 - Appointment of Ms. Sharanya Menon as a Director of the Company:

Ms. Sharanya Menon was appointed as an Additional Director of the Company with effect from 01st August, 2024 by the Board of Directors under Section 161 of the Act and applicable provisions of the Company's Articles of Association. In terms of Section 161(1) of the Act, Ms. Sharanya Menon holds office upto the date of the forthcoming AGM of the Company and is eligible for appointment as a Director. Ms. Sharanya Menon has given her consent to the Board to act as director under Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualification of Director) Rules, 2014. She further informed that she is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Ms. Sharanya Menon has done her Bachelor of Engineering (with Honours) in Mechanical Engineering from The University of Warwick, UK and also done her MBA from INSEAD The Business School for the World from France. She has joined Menon Pistons Ltd. in 2015 and has already gained enough experience in the manufacturing process. She has also worked in Cummins India Ltd., Pune for fourteen months. In the opinion of the Board, Ms. Sharanya Menon fulfills the conditions for her appointment as a Director as specified in the Act and the Rules made thereunder.

Brief resume of Ms. Sharanya Menon as stipulated under Regulation 36(3) of Listing Regulations and SS-2 issued by the ICSI forms part of the notice.

The Board considers that the proposed appointment of Ms. Sharanya Menon as a Director, considering her experience and knowledge in diverse areas, will be in the best interest of the Company.

The Board recommends Ordinary Resolution in Item No. 5 of the accompanying Notice for approval by the members of the Company.

Except Ms. Sharanya Menon being appointee, Ms. Devika Menon and Mr. Sachin Menon (CMD) as relative of appointee, none of the Directors, the Key Managerial Personnel of the Company and their relatives, have any concern or interest, financial or otherwise, in this Resolution.



Item No. 6 - Appointment of Ms. Devika Menon as a Director of the Company:

Ms. Devika Menon was appointed as an Additional Director of the Company with effect from 01st August, 2024 by the Board of Directors under Section 161 of the Act and applicable provisions of the Company's Articles of Association. In terms of Section 161(1) of the Act, Ms. Devika Menon holds office upto the date of the forthcoming AGM of the Company and is eligible for appointment as a Director. Ms. Devika Menon has given her consent to the Board to act as director under Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualification of Director) Rules, 2014. She further informed that she is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Ms. Devika Menon has done her Degree (with Honours) in Business Management from University of Newcastle upon Tyne and Master's Degree from University of Bath, U.K. She has joined Menon Pistons Ltd. in December 2020 and has already gained enough experience in the manufacturing process. She has worked around three years in the Company. In the opinion of the Board, Ms. Devika Menon fulfills the conditions for her appointment as a Director as specified in the Act and the Rules made thereunder.

Brief resume of Ms. Devika Menon as stipulated under Regulation 36(3) of Listing Regulations and SS-2 issued by the ICSI forms part of the notice.

The Board considers that the proposed appointment of Ms. Devika Menon as a Director, considering her experience and knowledge in diverse areas, will be in the best interest of the Company.

The Board recommends Ordinary Resolution in Item No. 6 of the accompanying Notice for approval by the members of the Company.

Except Ms. Devika Menon being appointee, Ms. Sharanya Menon and Mr. Sachin Menon (CMD) as relative of appointee, none of the Directors, the Key Managerial Personnel of the Company and their relatives, have any concern or interest, financial or otherwise, in this Resolution.

**By order of the Board
For Menon Pistons Limited**

Sachin Menon
Chairman & Managing Director
DIN: 00134488

Place: Kolhapur
Date:29.05.2024

Pursuant to Regulation 36 of the Listing Regulations and Secretarial Standard-2 (SS-2) issued by the ICSI, details of Directors seeking appointment/re-appointment at the ensuing AGM are as follows:

Name of Director	Mr. Sachin Menon	Ms. Sharanya Menon	Ms. Devika Menon
DIN	00134488	09159300	09694895
Date of Birth	27/06/1963	28/05/1994	25/06/1998
Age	61 years	30 years	26 years
Nationality	Indian	Indian	Indian
Date of Appointment	15/06/1991 (Original date of appointment)	w.e.f. 01/08/2024	w.e.f. 01/08/2024
Qualification	B.E. (Mechanical) Master's Degree in Business Administration from the USA with a major in Finance.	Bachelor of Engineering (Mech.) from The University of Warwick, UK. MBA from INSEAD The Business School for the World from France.	Degree (with Honours) in Business Management from University of Newcastle upon Tyne. Master's Degree from University of Bath, U.K.
Experience / Expertise	Upon completion of his Education he has worked with two Multinational Companies in the US. He then joined his family business, which is involved in the manufacturing of automobile components for various engine manufacturers in India and abroad. Presently he is working at Menon Pistons Ltd in the capacity of Chairman & Managing Director.	She has joined Menon Pistons Ltd. in 2015 and has already gained enough experience in the manufacturing process. She has also worked in Cummins India Ltd., Pune for 14 months.	She has joined Menon Pistons Ltd. in December 2020 and has already gained enough experience in the manufacturing process. She has worked around 3 years in the company.
No. of Shares held in the Company	14401660	4208664	4208664
List of Directorship held in other companies	1) Menon Piston Rings Pvt. Ltd. 2) Rapid Machining Tech. Pvt. Ltd. 3) Lunar Enterprise Pvt. Ltd. 4) Kolhapur Institute of Technology's Innovation and Research Foundation	1) Rapid Machining Technologies Pvt. Ltd. 2) Lunar Enterprise Pvt. Ltd.	1) Rapid Machining Technologies Pvt. Ltd. 2) Lunar Enterprise Pvt. Ltd.
Listed Entities from which he/she has resigned as Director in past 3 years	Nil	Nil	Nil
List of Chairmanship and Membership of Various committees in public companies	Chairmanship: Menon Pistons Ltd - Corporate Social Responsibility Comm.- Risk Management Committee Membership : Menon Pistons Ltd - Stakeholders Relationship Committee		
Number of Meetings of the Board attended during the year	All (Four)	Nil	Nil
*Remuneration last drawn	Rs. 125.55 Lakhs	Rs. 15.10 Lakhs	Rs. 7.80 Lakhs
Relationship with existing Directors of the Company	Nil	Daughter of Mr. Sachin Menon - Chairman & Managing Director	Daughter of Mr. Sachin Menon - Chairman & Managing Director

*Remuneration mentioned above is CTC amount.

