



**Ref.: MNIL/BSE/2024**

**Date: 10/09/2024**

**BSE LIMITED**

Department of Corporate Services  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400001

**Scrip Code: 539767 ISIN: INE216Q01010**

**Subject: Proceedings of 41<sup>st</sup> Annual General Meeting (AGM)**

Dear Sir/Ma'am,

With respect to the above captioned subject, pursuant to Regulation 30(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith proceedings of the 41<sup>st</sup> Annual General Meeting of the Company held on Tuesday, 10<sup>th</sup> September, 2024 at 11:00 AM.

Thanking you,

**For Mega Nirman & Industries Limited**

**Kanika Chawla**  
**Company Secretary & Compliance Officer**

**Encl: a/a**

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**MEGA NIRMAN & INDUSTRIES LIMITED**

811-812 Aggarwal Cyber Plaza-1, Netaji Subhash place, Pitampura, Delhi-110034.

Phone: 011 - 43590917||email: [secretarial.mnil@gmail.com](mailto:secretarial.mnil@gmail.com)

CIN: L70101DL1983PLC015425



**SUMMARY OF THE PROCEEDINGS OF THE 41<sup>st</sup> ANNUAL GENERAL MEETING (“AGM”) OF MEGA NIRMAN & INDUSTRIES LIMITED HELD ON TUESDAY, THE 10<sup>th</sup> SEPTEMBER, 2024 AT 11.00 A.M. AT MAHARAJA BANQUET AT A-1/20A, PASCHIM VIHAR (OPPOSITE METRO PILLAR NO. 256), MAIN ROHTAK ROAD, NEW DELHI 110063**

The 41<sup>st</sup> Annual General Meeting (AGM) of the members of **Mega Nirman & Industries Limited** (“the Company”) was held on **Tuesday, the 10<sup>th</sup> September, 2024 at 11.00 A.M.** at **Maharaja Banquet at A-1/20A, Paschim Vihar (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi 110063.**

Mr. Ankan Gupta, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order.

The Company Secretary introduces all the Directors, Statutory Auditor and the Secretarial Auditor attending the meeting.

The Chairman and Directors greeted the members attending the AGM.

Thereafter, the Chairman delivered the speech and informed the shareholders present that the notices convening the meeting, and Annual Accounts and Directors’ Report for the year 2023-24 were taken as read. The Chairman of the meeting informed the members that as per the provisions of section 145 of the Companies Act, 2013, the auditor’s report has to be read only in case there is any qualification or adverse remark in the auditor’s report. There is disclaimer of opinion in the Auditors’ Reports as follows:

- 1. The company has balances of Trade Receivables Rs. 5,39,43,365/-, Trade Payables Rs. 6,51,69,901/- and Misc. Expenditure (Assets) Rs. 52,22,886/- as at 31st March 2024.*
- 2. There are Investments in equity shares of Rs. 20,00,000/- by the Company.*

Reply from the Board: The Management has noted this and will take steps to comply this in current year.

There is qualification in the Secretarial Auditors’ Reports as follows:

- 1. Mr. Govind Swaroop Mishra, Mr. Monendra Srivastava and Mrs. Sushma Jain, independent directors in the company have not applied to the institute for inclusion of their name in the data bank and have not passed self-assessment test as conducted by the Indian Institute of Corporate Affairs (IICA) during the year ended March 31, 2024. Hence they stand ineligible to be appointed as such in the office of independent directors in the Company. It is a violation of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013 and rules made there under.*

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2. Company has purchased structured digital database (SDD) software on 21.07.2023
3. The Company has made investment in 2,00,000 equity shares Rs. 10/- each of Yuvraj International Ltd. but has failed to provide the respective share certificate.

Reply from the Board: The Management has noted this and will take steps to comply this in current year. Company has complied with SDD provisions and purchase the structured digital database.

Further, The Chairman informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility to the Members entitled to cast their votes on all resolutions. Remote e-voting facility commenced at 09.00 A.M. (IST) on 07<sup>th</sup> September, 2024 and ended at 05.00 P.M. (IST) on 09<sup>th</sup> September, 2024.

The Chairman requested the members who had not yet cast their votes or were otherwise not barred from exercising their voting rights to cast their votes on the above mentioned resolutions through Polling papers.

Mr. Apoorv Srivastava, Practicing Company Secretary, (having Membership No. F12734 and Certificate of Practice Number 21063) has been appointed as the Scrutinizer by the Board for the purpose of scrutinizing the process of remote e-voting held prior and voting through poll.

The Chairman explained the objective and implications of each resolution and requested the Members to ask questions or seek clarifications or express their views on the agenda items. Thereafter put the resolutions to vote at the meeting.

The following items of business as set out in the Notice convening 41<sup>st</sup> Annual General Meeting (AGM) were transacted as follows:

**ORDINARY BUSINESS: -**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, including with the reports of Independent Auditors and Director thereon (**Ordinary Resolution**).
2. To re-appoint Mr. Anand Rai (DIN: 06855524), Director who retires by rotation and being eligible, offers himself for re-appointment (**Ordinary Resolution**).

**SPECIAL BUSINESS: -**

3. To Increase in Authorised Share Capital (**Ordinary Resolution**).
4. Raising of funds (**Special Resolution**).
5. To Amendment of the Object Clause of the Memorandum of Association (**Special Resolution**).

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The Chairman further informed that results of remote e voting would be declared within two working days from the conclusion of this meeting. The voting result will be submitted to the stock exchanges and also will be uploaded on the website of the Company.

Mr. Ankan Gupta, Chairman granted vote of thanks to shareholder and ordered Ms. Kanika Chawla, Company Secretary to conclude the meeting.

The meeting concluded at 11:45 AM

Thanking you.

**For Mega Nirman & Industries Limited**

**Kanika Chawla**

**Company Secretary & Compliance Officer**

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