

Changing the way,
we twist the yarn

**MEERA**TM
INDUSTRIES LIMITED

IN HOUSE R&D Center

Regd. office
2126, Road No.2, GIDC,
Sachin - 394 230, Surat, (Guj.) India.
Tel.: 0261-2399114, Cell : 98795 63372, Fax : +91-261-2397269
E-Mail : Info@meeraind.com Web:www.meeraind.com

Principle Works, Quality Speaks.

An ISO 9001:2015 Company

CIN - L29298GJ2006PLC048627

Date: 13TH January, 2021

BSE Limited The Manager – Listing Department, 14 th Floor, P. J. Towers, Dalal Street, Fort, Mumbai – 400001.	Stock ID: MEERA Scrip Code: 540519
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Dear Sir/Madam,

Sub: Postal Ballot Notice- Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and further to the letter dated December 30, 2019, please find enclosed a copy of the Postal Ballot Notice dated January 13, 2021 seeking approval of the Members for Migration of Listing/ Trading of Equity Shares of the Company from BSE-SME Platform to Main Board of BSE Limited.

This Notice is being sent by electronic mode to those Members, whose e-mail addresses are registered with the Bank/ Depositories. Members may note that this Notice of Postal Ballot is available on the Company's website: www.meeraind.com as well as on RTA's website: <https://evoting.karvy.com>

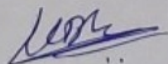
Please note that the Company has engaged the services of KFin for facilitating an e-voting. The voting period for Postal Ballot and E-voting shall commence from Monday, January 18, 2021 at 9.00 a.m. IST and end on Tuesday, February 16, 2021 at 5.00 p.m. IST. Votes received by way of E-voting beyond 5.00 p.m. on Tuesday, February 16, 2021 shall be considered invalid.

You are requested to take the same on record.

Thanking You,

Yours faithfully,

For MEERA INDUSTRIES LIMITED



Ms. Bhavisha Khakhkar
Company Secretary & Compliance Officer

Place: Surat

Encl.: As above.





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POSTAL BALLOT NOTICE

[Notice pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given to the members of Meera Industries Limited (**"the Company"**) pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (**the "Act"**) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, (**the "Rules"**), including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force and further pursuant to applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 read with General Circular No. 14/2020 dated 8 April, 2020 and General Circular No. 17/2020 dated 13 April, 2020 issued by the Ministry of Corporate Affairs (**"General Circulars"**), for seeking the approval of the Members of the Company by passing Resolutions for the businesses set out hereunder through Postal Ballot only through remote e-voting (**"Postal Ballot/ E-Voting"**).

In view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, Ministry of Corporate Affairs, Government of India (**the "MCA"**) in terms of the MCA Circulars, has advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to June 30, 2020 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis. Further, the Company will send Postal Ballot Notice by email to all its members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

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Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

The Board of Directors of the Company now propose to obtain the consent of the members by way of Postal Ballot for the matters as considered in the Resolutions appended below.

The Explanatory Statement pertaining to the said resolution setting out the material facts and the reasons for proposing the same is annexed for your consideration and approval. The Board of Directors of the Company has appointed Mr. Chirag Shah, Practising Company Secretary (Membership No. FCS: 5545; CP NO.: 3498), , Ahmedabad, Gujarat as the Scrutinizer, for conducting the postal ballot/e-voting process in a fair and transparent manner and (b) KFin Technologies Private Limited to provide e-voting facility for the postal ballot. In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company is providing e-voting facility to its members, details of which are given in notes forming part of the notice. Reference to postal ballot(s) in this notice includes voting through electronic means. The Scrutinizer will submit his Report, in writing, upon completion of scrutiny of E-Voting data provided by KFin Technologies Private Limited, in a fair and transparent manner. The result on the resolution proposed to be passed through Postal Ballot/E-Voting shall be announced on or before Thursday, February 18, 2021. The results along with the scrutinizer's report will be displayed on the Company's website www.meeraind.com under Investor Desk and will be communicated to depositories, stock exchange BSE Limited (BSE) where Equity Shares of the Company are listed.

You are requested to peruse the proposed Resolutions along with their respective Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company:



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SPECIAL BUSINESS:

Item 1: Migration of Listing/ Trading Of Equity Shares of the Company from BSE-SME Platform to Main Board of BSE Limited.

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

"RESOLVED THAT pursuant to provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 and Regulation 277 of SEBI (ICDR) Regulations 2018 and other applicable provisions, if any, of the Companies Act 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, the Listing Agreement entered into by the Company with BSE Limited (BSE) applicable to small and medium enterprise and subject to the applicable Laws and by-laws and rules and regulations of BSE Limited (BSE) and subject to the approval of any statutory authorities, if any, the consent of the members of the Company be and is hereby accorded for Migration of Equity Shares of the Company which are currently listed on SME platform of BSE Limited to the main Board of BSE Limited and upon Migration the said Equity Shares be get listed and traded on the capital segment (main Board) of BSE Limited, from the date of approval of Migration/ getting listed and admitted to be dealt on BSE main Board as and when the Company is eligible for the same and to follow such procedures as specified by SEBI (ICDR) Regulations and other applicable regulations notified by SEBI/regulatory authorities as amended from time to time for migration to Main Board."

"FURTHER RESOLVED THAT the Chairman of the Company or any one of the Directors of the Company or the Company Secretary of the Company be and are hereby authorized to finalise and execute such documents/deeds/writings/agreements as may be required based on the agreed terms with authority to revise the terms in the best interest of the Company and do all such things, acts, deeds and matters as may be considered necessary, usual, proper or expedient to settle any Question, difficulty or doubt that may arise in this regard to give effect to the above resolution, including but not limited to incorporation of amendment/suggestion/observation made by the Registrar of Companies, Gujarat, Stock

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Exchange, SEBI, Superintendent of Stamps, or any other authority, to the extent applicable, without being required to seek any further consent or approval of the Members of the Company or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**By Order of the Board of Directors of
Meera Industries Limited**

Sd/-

**Bhavisha Khakhkar
Company Secretary & Compliance Officer
Membership No: A45733**

Date: January 13, 2021

Place: Surat

Registered office:

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Notes:

1. An Explanatory Statement pursuant to the provisions of Section 102 of the Act setting out material facts relating to the proposed resolution is annexed hereto.
2. Members should note that due to country wide lockdown imposed by the Government of India to combat the spreading of the Novel Corona virus (“COVID-19”) and in terms of the General Circulars, no physical ballot form is being dispatched by the Company and the Members can cast their vote using remote e-voting facility only.
3. The Company is pleased to provide voting by electronic means (‘E-voting’) to the Members, to enable them to cast their votes electronically on the proposed resolution. The Company has engaged the services of KFin Technologies Private Limited to provide E-voting facility to its Members. Detailed instructions on E-voting are given as under.
4. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the SEBI Listing Regulations, the Company can serve notices, annual reports and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members who have not registered their e-mail addresses with the Company can now register the same by sending an e-mail at einward.ris@kfintech.com to the RTA. Members holding shares in demat form are requested to register their e-mail addresses with their Depository Participant(s) only.
5. The Postal Ballot Notice along with Explanatory statement is being sent to all the Members, whose names are appearing in the Register of Members/ Statements of Beneficial Ownership maintained by the Depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited as on the close of working hours on Friday, February 08, 2021 (‘cut-off date’). Voting rights will be reckoned on the paid-up value of equity shares registered in the name of the Members as on the cut-off date.

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6. This Notice is being sent by electronic mode to those Members, whose e-mail addresses are registered with the Bank/ Depositories. Members may note that this Notice of Postal Ballot is available on the Company's website: www.meeraind.com as well as on RTA's website: <https://evoting.karvy.com>
7. In case of any query/grievance in connection with the Postal Ballot including evoting, Members may contact NSDL by e-mail or the Company Secretary at the contact details given hereinabove or at cs@meeraind.com
8. The Postal Ballot Notice is also placed on the website of the Company www.meeraind.com and website of Kfin Technologies Private Limited <https://evoting.karvy.com>
9. The voting period for Postal Ballot and E-voting shall commence from Monday, January 18, 2021 at 9.00 a.m. IST and end on Tuesday, February 16, 2021 at 5.00 p.m. IST. Votes received by way of E-voting beyond 5.00 p.m. on Tuesday, February 16, 2021 shall be considered invalid.
10. The Board of Directors of the Company has appointed Mr. Chirag Shah, Practising Company Secretary (Membership No. FCS: 5545; CP NO.: 3498), as the Scrutinizer to scrutinize the Postal Ballot and E-voting process in a fair and transparent manner.
11. Upon completion of the scrutiny of the votes cast through E-voting, the Scrutinizer will submit his report to the Chairperson/Company Secretary. The combined result would be announced by the Chairperson/Company Secretary on or before Thursday, February 18, 2021. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company (www.meeraind.com) and on website of Kfin Technologies Private Limited <https://evoting.karvy.com> and communication of the same will be sent to BSE Limited within the prescribed time.
12. All the documents referred to in the Explanatory Statement are available for inspection at the Registered Office of the Company between 11.00 a.m. to 1.00 p.m. on all working days until last date of E-voting of this Postal Ballot i.e. Tuesday, February 16, 2021 and any shareholder who wants to avail the same be provided with a soft copy.



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13. Any query in relation to the said Resolutions may be write to: cs@meeraind.com

Instructions for Voting:

- The remote e-voting facility will be available during the following voting period:
- Commencement of remote e-voting: From 9.00 AM (IST) on Monday, January 18, 2021.
- End of remote e-voting: Up to 5:00 PM (IST) on Tuesday, February 16, 2021. The remote e-voting facility shall be disabled thereafter.
- In case a Member receives an e-mail from KFin [for Members whose email IDs are registered with the Company / Depository Participant(s) / Depositories/ KFin] informing them of their User Id and Password:
- Launch internet browser by typing the URL: <https://evoting.kfintech.com>
- Enter the login credentials. Your Folio No./DP ID- Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your vote:

• User-ID	• For Members holding shares in Demat Form:
	• a) For NSDL: 8 Character DP ID followed by 8 Digits Client ID
	• b) For CDSL: 16 digits beneficiary ID
	• For Members holding shares in Physical Form:
	• Event no. followed by Folio Number registered with the Company.
• Password	• Your unique password shall be as indicated vide aforesaid email.
• Captcha	• Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

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- After entering these details appropriately, click on “LOGIN”
- You will now reach ‘password change menu’ wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- You need to login again with the new credentials.
- On successful login, the system will prompt you to select the EVENT (E-Voting Event Number) for Shoppers Stop Limited.
- On the voting page enter the number of shares (which represents the number of votes) as on the cut-off date under “FOR/ AGAINST” or alternatively, you may partially enter any number in “FOR” and partially in “AGAINST” but the total number in “FOR/AGAINST” taken together should not exceed your total shareholding as mentioned overleaf. You may also choose the option “ABSTAIN” and the shares held will not be counted under either head.
- Members holding multiple folios / Demat accounts shall choose the voting process separately for each of the folios / Demat accounts.
- Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- You may then cast your vote by selecting an appropriate option and click on “SUBMIT”.
- A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote. During the

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voting period, Members can login any number of times till they have voted on the Resolution.

- Other instructions:
- Once the vote on resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- In case of any query and/or grievance, in respect of voting by electronic means, Members are requested to contact:

Name: Mr. S. V. Raju

Designation: Deputy General Manager

E-mail id: einward.ris@kfintech.com; evoting@kfintech.com

Address: KFin Technologies Private Limited,
Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanakramguda,
Hyderabad – 500 032.

Contact details: Phone No. 040 6716 2222, Fax No. 040 2342 0814, Toll Free No. 18003454001

- You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date i.e Friday, January 08, 2021.



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ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out all material facts:

Item 1: Migration of Listing/ Trading Of Equity Shares of the Company from BSE-SME Platform to Main Board of BSE Limited.

As the Members/Shareholders are aware that the equity shares of the Company are listed on SME platform of BSE SME w.e.f May 2017 and as per the SEBI (Issue of Capital Disclosure and Requirements) ICDR Regulations, 2018 (as amended from time to time) the Company having paid up Share Capital of more than Rs. 10 Crore but up to Rs. 25 Crore and whose shares are listed on SME Exchange for more than 2 years are eligible to migrate from SME Exchange to Main Board.

The Board of Directors are of the view that the migration of the Company to Main Board will take the Company into a different league altogether with enhanced recognition and increased participation by retail investors. The benefits of listing on the Main Board in the form of Market Capitalization, enhanced liquidity, larger participation, visibility and many more will accrue to the Shareholders of the Company. Therefore the Company proposes for migration from SME platform of BSE Limited to Main Board of BSE Limited as and when it becomes eligible for migration.

The members are, therefore, requested to accord their approval for Migration of Company's Equity Shares from SME Platform of BSE Limited to Main Board of BSE Limited as set out in the resolution. Pursuant to Proviso to Regulation 277 of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the proposed resolution shall be acted upon if the votes cast by public Shareholders in favor of the proposal, amount to at least 2 times the number of votes cast by the public Shareholders against the proposal.

The Company would approach BSE with necessary application for Migration upon receipt of approval of the Public Shareholders and completion of two years of listing under SME Platform. It is in the interest of all the Shareholders including public Shareholders to approve the proposal for Migration of the present listed Equity Shares of the Company on the Main Board of BSE and hence Board of directors recommends the passing of said resolution and seeks your approval.

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Pursuant to Section 102 of the Companies Act, 2013, The Board of Directors of the Company do hereby confirm that none of its Director or Key Managerial Personnel and their immediate relatives is concerned or interested, financially or otherwise, except to their shareholding, in the aforesaid resolution except their shareholding in the Company.

**By Order of the Board of Directors of
Meera Industries Limited**

Sd/-

**Bhavisha Khakhkar
Company Secretary & Compliance Officer
Membership No: A45733**

Date: January 13, 2021

Place: Surat

Registered office:

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Surat, Gujarat – 394 230**