



Madhur Industries Ltd.
(A Govt. recognised Export House)

Date: 06/09/2022

To,
Corporate Relations Department,
Bombay Stock Exchange,
PJ Towers, Dalal Street, Mumbai - 400001, Maharashtra, India.

Subject: Intimation Of 49th Annual General Meeting And Submission Of Notice Of 49th Annual General Meeting Along With E-Voting Instructions.

Reference: Pursuant To Compliance Of Regulation 30 (6) Of SEBI (Listing Obligations And Disclosures Requirements) Regulations, 2015

BSE scrip code 519279 (MADHUR INDUSTRIES LTD)

Dear Sir,

Pursuant to Regulation 30(6) and Part a of Schedule III of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2013, this is to inform that the 49th Annual General Meeting (AGM) of the company is scheduled to be held on Friday, September 30, 2022. The Notice of Annual General Meeting (AGM) along with e-voting instructions is enclosed herewith.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For MADHUR INDUSTRIES LIMITED

Shalin V. Parikh

MR. SHALIN PARIKH

DIRECTOR

(DIN: 00494506)

Encl.: Notice of AGM along with e-voting instructions



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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT FORTY-NINE ANNUAL GENERAL MEETING OF MADHUR INDUSTRIES LIMITED WILL BE HELD AT MADHUR COMPLEX, STADIUM CROSS ROAD, NAVRANGPURA, AHMEDABAD-380009, ON FRIDAY, 30TH SEPTEMBER, 2022 AT 9.30 A.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2022, including the Audited Balance Sheet as at March 31, 2022, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ('the Board') and Auditors thereon.

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the reports of Board and Auditors thereon be and hereby considered and adopted."

2. To appoint a Director in place of MR. SHALIN PARIKH (DIN: 00494506), who retires by rotation, in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

"RESOLVED THAT MR. SHALIN PARIKH (DIN: 00494506), who retires by rotation and being eligible offers himself for reappointment be and hereby re-appointed as Director of the Company liable to retire by rotation."



SPECIAL BUSINESS:

3. Regularise Of Appointment Of Mr. Vinit Rameshchandra Parikh (DIN: 00494521) As Director Of The Company:-

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provision of Section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Article of Association of the Company and Regulation 19(4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, regulations, notifications and circulars of Reserve Bank of India and other applicable laws, Mr. Vinit Rameshchandra Parikh (DIN: 00494521) who was appointed as an Additional Director of the Company with effect from 06th December, 2021 by the board of directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received notice in writing along with a deposit of Rs. 1,00,000 (Rupees One Lakh Only) from a member under Section 160 of the Act proposing the candidature of Mr. Vinit Parikh for the office of Director be and is hereby appointed as a Executive Director of the Company, whose period of office will not be liable to determination by retirement of directors by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper or expedient, to give effect to this resolution.”

4. Regularise Of Appointment Of Mr. Narendra Ishwarsinh Chavda (DIN: 02377055) By Appointing Him As Independent Director Of The Company:-

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to provision of Section 149, 150, 152 read with Schedule IV to the Companies Act, 2013, and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Mr. Narendra Ishwarsinh Chavda (DIN: 02377055) who was appointed as an Additional Director of the Company with effect from 31st March, 2022 in terms of Section 161(1) of the Companies Act, 2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act proposing his candidature for the office of the Director and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and hereby appointed as an Independent Director of the Company to hold office for five (5) consecutive years for the maximum period upto 31st March, 2027."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper or expedient, to give effect to this resolution."



5. Appointment of Mr. Vinit Parikh (DIN: 00494521) as Managing Director:-

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there under, as amended from time to time, read with Schedule V to the Act, and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any, the consent of the Members of the Company be and is hereby accorded to appoint Mr. Vinit Rameshchandra Parikh (DIN: 00494521) as Managing Director of the Company for a period of 3 Years with effect from 01st September, 2022 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the period of 3 years from the date of his appointment), with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Vinit Parikh."

**BY ORDER OF THE BOARD OF DIRECTORS
FOR MADHUR INDUSTRIES LIMITED**

**SD/-
VINIT PARIKH
DIRECTOR
00494521)**

**DATE: 01ST SEPTEMBER, 2022 (DIN:
PLACE: AHMEDABAD**

NOTES:

1. *A Member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of himself / herself and such proxy need not be a member of the company. Instrument of proxy in order to be effective must be received by the company not less than 48 hours before the meeting.*
2. Information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 with regard to Directors seeking appointment / re-appointment is annexed hereto.
3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, the Notice is being sent to all the members, whose names appear in the Register of Members / List of Beneficial Owners, received from NSDL / CDSL as on close of business hours on, 26th August, 2022. The Notice is being sent to Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding) / the Company's Registrar and Share Transfer Agents (in case of physical shareholding).
4. For Members whose email IDs are not registered, physical copies of the Notice are being sent by permitted mode. The Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
5. Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books of the Company will remain closed from, **24th SEPTEMBER, 2022 to 30th SEPTEMBER, 2022** (both days inclusive) in connection with AGM.
6. As a measure of economy, Annual Report will not be distributed at the Meeting. So, members are requested to bring their copy of Annual Report with them to the Annual General Meeting.

7. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.
8. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA for consolidation into a single folio. 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.
9. Since shares of the company are traded on the stock exchanges compulsorily in demat mode, members holding shares in physical mode are advised to get their shares dematerialized. Effective 1 April, 2019, SEBI has disallowed listed companies from accepting request for transfer of securities which are held in physical form. The shareholders who continue to hold shares in physical form after this date, will not be able to lodge the shares with company / its RTA for further transfer. Shareholders shall mandatorily convert them to demat form if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form will be accepted by the company / RTAs.
10. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2016 and Regulation 46 of SEBI (Listing Agreement and Disclosure Requirement) Regulations 2015, the Company is providing E-Voting facility to all the members whose names appear in the Register of Members / beneficial owners as on the Cut-Off Date i.e. **23RD SEPTEMBER, 2022**, who may cast their vote by electronic mode on all resolutions in respect of business set forth in the notice through e-voting services provided by CDSL, through their portal <http://www.evotingindia.com> in this regard, members are notified that

- i. the company has completed the dispatch of Notice through permitted mode to all the members of the company individually along with the explanatory statement and
 - ii. Voting through electronic means shall commence from 27TH SEPTEMBER, 2022 FROM 09:00 A.M. TO 29TH SEPTEMBER, 2022 at 5:00 P.M. Please note that e-voting is optional. In case a member has voted through e-voting facility, he/ she is not allowed to vote in the Annual General Meeting.
11. The Member who transfers his / her shares after the Cut-off date i.e. 23rd SEPTEMBER, 2022 is not eligible to vote to the extent of transfer made by him/ her, on the Resolutions mentioned in the Notice.
 12. Any person who acquires the Shares of the Company after dispatch of the Notice of the General Meeting and holding the Shares on the Cut-off Date i.e. 23rd SEPTEMBER, 2022 may request to the Company on registered mail ID of the company i.e. info@madhurindustrieslimited.com to obtain the User ID & Password.
 13. The Results of E-voting along with the Scrutinizer's Report shall be declared and placed on the Company's website and on the website of CDSL <https://www.evotingindia.co.in> on or before 09.00 A.M. on 02nd OCTOBER, 2022 and communicated to the BSE Limited where the shares of the Company are listed.

Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

MR. SHALIN PARIKH is the Director and Chief Financial Officer of the Company. He possesses Bachelor degree in commerce field. He is having around 17 years of experience in the overall management of business enterprise.

Particulars	(1)
Name Of The Director	MR. SHALIN PARIKH
Age	38 years
Date Of Appointment	22/04/2019
Expertise In Specific Functional Areas	He is having experience of more than 17 years in the issues related to administrative work.
Names Of Other Companies In Which The Person Also Holds The Directorship (As On 31.03.2022)	NIL
Number Of Equity Shares Held In The Company	1,00,924
Director Identification Number (DIN)	00494506

Name of Director	MR. VINIT PARIKH	MR. NARENDRA CHAVDA
Date of Birth	30/07/1959	23/08/1966
DIN	00494521	02377055
Expertise in Specific Functional area	He has a rich experience of over 40 years in Food Manufacturing Industry and Management of business enterprise.	He possesses the skill and technical knowledge which is beneficial to the company. He is good at the administrative work of the company.
Qualification	Bachelor Of Commerce	Graduation
No. of equity shares held in the Company	5,92,366	NIL
List of other Companies in Which directorship are held (excluding Foreign Companies & Section 8 Companies)	Gujarat Home Products Pvt Ltd Gujarat Kirana Pvt Ltd	Madhur Capital And Finance Limited Parikh Spice Products Pvt Ltd Madhur Super Market Pvt Ltd Gujarat Kirana Pvt Ltd Madhur Shares And Stocks Pvt Ltd

EXPLANATORY STATEMENT PURSUANT TO SECTION 110 OF COMPANIES ACT 2013:

Special Business:

Item No. 3: Regularise Of Appointment Of Mr. Vinit Parikh (DIN: 00494521) As Director Of The Company:-

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

Mr. Vinit Parikh (DIN: 00494521), on the recommendation of the Nomination and Remuneration Committee was appointed as an additional director with effect from 06th December, 2021, by the board in accordance with Article of Association and Section 161 of the Companies Act, 2013 ("the Act"). As per Section 161 of the Act, Mr. Vinit Parikh holds office up to the date of the ensuing Annual General Meeting of the Company on 30th September, 2022. The Company has received the requisite notice in writing under Section 160 of the Act along with a deposit of Rs. 1,00,000/- (Rupees One Lakh Only) from a member proposing the candidature of Mr. Vinit Parikh to be appointed as a Non Executive Director at the ensuing AGM liable to retire by rotation. Mr. Vinit Parikh has consented to the proposed appointment and declared qualified. Mr. Vinit Parikh possesses the requisite knowledge, experience and skill for the position of Director. The Board on receipt of the said notice from a member and on the recommendation of its Nomination and Remuneration Committee and subject to approval of members in the ensuing AGM has accorded its consent, to appoint Mr. Vinit Parikh as a Executive Director.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mr. Vinit Parikh himself, in any way concerned or interested, in the said resolution. The board recommends the said resolution to be passed as an ordinary resolution.



Item No. 4: Regularise Of Appointment Of Mr. Narendra Ishwarsinh Chavda (DIN: 02377055) By Appointing Him As Independent Director Of The Company:-

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

Mr. Narendra Chavda (DIN: 02377055), on the recommendation of the Nomination and Remuneration Committee was appointed as an Additional Independent Director with effect from March 31, 2022, by the board in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, Mr. Narendra Chavda holds office up to the date of ensuring Annual General Meeting of the Company on 30th September, 2022. The Board is of the view that the appointment of Mr. Narendra Chavda on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No 7 for approval by the members of the Company. None of the Directors / Key Managerial Personnel of the Company / their relatives except Mr. Narendra Chavda himself, in any way concerned or interested, in the said resolution. The board recommends the said resolution to be passed as an ordinary resolution.

Item No. 5: Appointment of Mr. Vinit Parikh (DIN: 00494521) as Managing Director:-

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

The Company had appointed Mr. Vinit Parikh (DIN: 00494521) as Managing Director of the Company for a period of 3 years from 01st September, 2022. The Members are are subsequently required to approve the said appointment and terms of his remuneration.

Mr. Vinit Parikh (DIN: 00494521), aged 63 years, having over 40 years in Food Manufacturing Industry and Management of business enterprise.

He is also a Director of the following Companies -

1. Gujarat Home Products Pvt Ltd
2. Gujarat Kirana Pvt Ltd



Considering his knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, it is proposed to Appoint Mr. Vinit Parikh as Managing Director for a period of 3 (Three) years with effect from 01st September, 2022.

In terms of the provisions of the Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors have, at their meetings held on 01st September 2022 appoint him as Managing Director of the Company for a further period of 3 (Three) years with effect from 01st September 2022.

The main terms and conditions for the re-appointment of Mr. Vinit Parikh as Managing Director (MD), are as follows:

I. Period - From 01st September 2022 to 01st September 2025

II. Nature of Duties -

The MD shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board from time to time and separately communicated to him and such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its associated companies and/or subsidiaries, including performing duties as assigned by the Board from time to time by serving on the boards of such associated companies and/or subsidiaries or any other executive body or any committee of such a company.

IV. Other terms of Appointment

i) The Managing Director shall not become interested or otherwise concerned, directly or through his spouse and/or children or any other member of the family, in any selling agency of the Company.

ii) The terms and conditions of the appointment of the Managing Director may be altered and varied from time to time by the Board/its committee as it may, in its discretion, deem fit, irrespective of the limits stipulated under Schedule V to the Act, or any amendments made hereinafter in this regard in such manner as may be agreed between the Board/its committee and the Managing Director, subject to such approvals as may be required.

iii) Either party may terminate this agreement by giving to the other party 3 months' notice of such termination

iv) In the event the Managing Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board of Directors shall be entitled to terminate his contract on such terms as the Board of Directors may consider appropriate in the circumstances.

vi) Upon the termination by whatever means of the Managing Director's employment:

(a) he shall immediately cease to hold offices held by him in subsidiaries and associate companies without claim for compensation for loss of office; and return vacant possession of the Company's premises occupied by him and/or his family;

(b) he shall not without the consent of the Company at any time thereafter represent himself as connected with the Company or any of the subsidiaries and associate companies.

v) All Personnel Policies of the Company and the related Rules, which are applicable to other employees of the Company, shall also be applicable to the Managing Director, unless specifically provided otherwise.

vi) The terms and conditions of appointment of the Managing Director also include clauses pertaining to adherence with the Madhur Code of Conduct, intellectual property, non-competition, non-solicitation, no conflict of interest with the Company and maintenance of confidentiality.

vii) If and when the Agreement expires or is terminated for any reason whatsoever, Mr. Vinit Parikh will cease to be the Managing Director, and also cease to be a Director. If at any time, Mr. Vinit Parikh ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the Managing Director, and the Agreement shall forthwith terminate.



If at any time, Mr. Vinit Parikh ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be a Director and the Managing Director of the Company.

In accordance with the provisions of Sections 196, 197 & other applicable provisions of the Act, read with Schedule V to the said Act, the proposed appointment of Mr. Vinit Parikh require approval of members by passing Special Resolution. Hence, the members are requested to pass the Special Resolution accordingly.

The Board recommends the Resolution at Item No. 5 for approval of the shareholders. None of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned in the said resolution except Mr. Vinit Parikh.

THE INSTRUCTIONS FOR E-VOTING AND E-VOTING DURING THE MEETING:

(i) **The remote e-voting period begins on 27TH SEPTEMBER, 2022 FROM 09:00 A.M. TO 29TH SEPTEMBER, 2022 at 5:00 P.M.**

During this period, shareholders of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date, i.e. Friday, **23TH SEPTEMBER, 2022**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to cast their vote again.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of the Listing Regulations listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

In order to increase the efficiency of the voting process, pursuant to a public consultation, SEBI has decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the e-voting service providers, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail id in their demat accounts in order to access e-voting facility.

Pursuant to aforesaid circular, login method for e-voting and joining virtual meetings for individual shareholders holding securities in demat mode CDSL./NSDL is given below:

TYPE OF SHAREHOLDERS	LOGIN METHOD
Individual Shareholders holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest is https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider i.e. CDSL for casting your vote during the remote e-voting period & voting during the meeting. Additionally, there is also link provided to access the system of e-voting service provider i.e. CDSL, so that the user can visit the e-voting service provider's website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https:// web.cdslindia.com/myeasi/Registration/Easi Registration</p> <p>4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting /EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of the respective e-voting service provider, i.e. CDSL.</p>

<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name - Madhur Industries Limited or e-voting service provider name - CDSL and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name - Madhur Industries Limited or e-voting service provider name - CDSL and you will be redirected to CDSL's website for casting your vote during the remote e-voting period & voting during the meeting.</p>
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<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>1) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name - Madhur Industries Limited or e-voting service provider name - CDSL, and you will be redirected to CDSL website for casting your vote during the remote e-voting period & voting during the meeting.</p>
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

LOGIN TYPE	HELPDESK DETAILS
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 022- 23058738 and 22-23058542-43
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 toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-voting for Physical shareholders and shareholders other than individual holding in Demat form:

- The shareholders should log on to the e-voting website www.evotingindia.com. • Click on "Shareholders" module.
- Now enter your User ID a. For CDSL: 16 digits beneficiary ID b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- Next enter the Image Verification as displayed and Click on Login
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first time user follow the steps given below:

	FOR PHYSICAL SHAREHOLDERS AND SHAREHOLDERS OTHER THAN INDIVIDUAL HOLDING SHARES IN DEMAT.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number/ e-voting code sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.



(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN no. 220831007 for Madhur Industries Limited.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc., to the Scrutiniser and to the Company at the e-mail address. (Designated e-mail address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutiniser to verify the same.

Process for shareholders to register / update their e-mail addresses/ mobile nos. with the depositories/ RTA:

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by e-mail to Company/RTA e-mail id.
2. For Demat shareholders - Please update your e-mail id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders - Please update your e-mail id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

(Xvii) Instructions For Shareholders E-Voting During The AGM Are As Under:-

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
3. Only those shareholders, who are present in the AGM 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 system available during the AGM.

(xviii) In case you have any queries or issues regarding e-voting from the CDSL e-voting system, you may write an e-mail to helpdesk.evoting@cdslindia.com or contact 022-23058738 and 022-23058542/43. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an e-mail to helpdesk.evoting@cdslindia.com or call on 022-23058542/ 43.

(xix) The Scrutiniser will, immediately after the conclusion of voting at the AGM, start scrutinising the votes cast at the Meeting along with remote e-voting and prepare a consolidated Scrutiniser's Report and submit thereafter to the Chairman of the Meeting or any person authorised by him in writing. The voting result declared along with the consolidated Scrutiniser's Report will be placed on the Company's website and on the website of CDSL at www.evotingindia.com, as well as displayed on the notice board at the Registered Office and Corporate Office of the Company, within 48 hours of the conclusion of the Meeting. The Company will simultaneously forward the voting results to BSE Limited where the shares of the Company are listed.



MADHUR INDUSTRIES LIMITED
MADHUR COMPLEX, STADIUM CROSS ROAD, NAVRANGPURA, AHMEDABAD - 380009

ATTENDANCE SLIP

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF
THE MEETING VENUE.**

Name of the attending Member (In Block Letters):

Folio No/ DPID / Client ID : _____

Name of the Proxy : _____

(To be filled in if the Proxy attends instead of the Member)

No. of Shares held: _____

(In words) _____

I hereby record my presence at Annual General Meeting of the Company MADHUR COMPLEX, STADIUM CROSS ROAD, NAVRANGPURA, AHMEDABAD - 380009 on **Friday 30TH September, 2022** and at any adjournment thereof.

Signature of Shareholder / Proxy



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]*

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF
THE MEETING VENUE.**

CIN: L51909GJ1973PLC002252

Name of the company: **MADHUR INDUSTRIES LIMITED**

Registered office: MADHUR COMPLEX, STADIUM CROSS ROAD, NAVRANGPURA,
AHMEDABAD - 380009

Name of the member(s)	:
Registered address	:
E-mail Id	:
Folio No/ Client Id	:
DP ID	:

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

1. Name:

Address:

E-mail Id:

Signature:

2. 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 Annual General Meeting of the Company, to be held on, **Friday, 30th September, 2022** at MADHUR COMPLEX, STADIUM CROSS ROAD, NAVRANGPURA, AHMEDABAD - 380009 and at any adjournment thereof in respect of such resolutions as are indicated below:

SR. NO.	RESOLUTION	FOR	AGAINST
Ordinary Business			
1.	Adoption Of Balance Sheet, Statement Of Profit And Loss, Report Of The Board Of Directors And Auditors For The Financial Year Ended March 31, 2022		
2.	Appointment Of A Director In Place Of Mr. Shalin Parikh (Din: 00494506), Who Retires By Rotation And Being Eligible, Seeks Re-Appointment.		
Special Business			
3.	Regularise Of Appointment Of Mr. Vinit Parikh (Din: 00494521) As Director Of The Company		
4.	Regularise Of Appointment Of Mr. Narendra Ishwarsinh Chavda (DIN: 02377055) By Appointing Him As Independent Director Of The Company		
5.	Appointment of Mr. Vinit Parikh (DIN: 00494521) as Managing Director		

Signed this.....day of, 2022.



Signature of Shareholder

Signature of Proxy holder(s)

Note: 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.



Form No. MGT-12

Polling Paper

[Pursuant to Section 109 (5) of the Companies Act, 2013 and Rule 21 (1) (c) of the Companies
(Management and Administration) Rules, 2014]

Name of the Company: MADHUR INDUSTRIES LIMITED				
Registered office: Madhur Complex, Stadium Cross Road, Navrangpura, Ahmedabad 380009				
BALLOT PAPER				
Sr. No.	Particulars	Details		
1.	Name of the First Named Shareholder (In block letters)			
2.	Postal address			
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)			
4.	Class of Share	Equity Shares		
I hereby exercise my vote in respect of Ordinary / Special Resolutions enumerated below by recording my assent or dissent to the said resolution in the following manner:				
Sr. No.	Particulars of Item	No. of shares held by me	I assent to the resolution	I dissent from the resolution
Ordinary Business				
1.	Adoption Of Balance Sheet, Statement Of Profit And Loss, Report Of The Board Of Directors And Auditors For The Financial Year Ended March 31, 2022			
2.	Appointment Of A Director In Place Of Mr. Shalin Parikh (Din: 00494506), Who Retires By Rotation And Being Eligible, Seeks Re-Appointment.			

Special Business

3.	Regularise Of Appointment Of Mr. Vinit Parikh (Din: 00494521) As Director Of The Company			
4.	Regularise Of Appointment Of Mr. Narendra Ishwarsinh Chavda (DIN: 02377055) By Appointing Him As Independent Director Of The Company			
5.	Appointment of Mr. Vinit Parikh (DIN: 00494521) as Managing Director			

PLACE: AHMEDABAD

DATE:

Signature of the shareholder



MADHUR INDUSTRIES LIMITED

CIN: L51909GJ1973PLC002252

MADHUR COMPLEX, STADIUM
CROSS ROAD, NAVRANGPURA,
AHMEDABAD 380009

Name of the Sole / First Named Member : _____
Address of Sole / First Named Member : _____
Registered Folio Number : _____
DPID / Client ID : _____
Number of shares held : _____

Dear Member,

SUBJECT: PROCESS AND MANNER FOR AVAILING REMOTE E-VOTING FACILITY

Pursuant to provisions of section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management & Administration) Amendment Rules, 2015, and Regulation 44 of SEBI (listing Obligations and disclosure Requirements) regulations, 2015, the Company is pleased to offer remote e-voting facility to the members to cast their votes electronically as an alternative to participation at the 49th Annual General Meeting of the Company to be held on 30th September, 2022 at MADHUR COMPLEX, STADIUM CROSS ROAD, NAVRANGPURA, AHMEDABAD - 380009. The Company has engaged the services of Central Depository Services (I) Limited ("CDSL") to provide remote e-voting facilities. Remote e-voting means the facility to cast votes by a Member using electronic voting system from a place other than the venue of the AGM. The remote e-voting facility is available at the link <https://www.evotingindia.com>.

The electronic voting particulars are set out below:

EVEN (E-Voting Event Number)	User ID	Password / Sequence No.

The remote e-voting facility will be available during the following voting period:

COMMENCEMENT OF REMOTE E-VOTING	END OF REMOTE E-VOTING
27 th September, 2022 From 09:00 A.M.	29 th September, 2022 At 5:00 P.M.

Please read the instructions printed below before exercising the vote. These details and instructions form integral part of the Notice for the Annual General Meeting to be held on 30th September, 2022.

MEMBERS ARE REQUESTED TO FOLLOW THE INSTRUCTIONS FOR REMOTE E-VOTING AS MENTION IN THE ANNUAL REPORT.

ROUTE MAP TO THE VENUE OF AGM:

MADHUR INDUSTRIES LIMITED

(Previously registered as MADHUR FOOD PRODUCTS LIMITED)

MADHUR COMPLEX, STADIUM CROSS ROAD,

NAVRANGPURA, AHMEDABAD - 380009

