

*Changing the way,
we twist the yarn*

MEERATM
INDUSTRIES LIMITED

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.

IN HOUSE R&D Center

An ISO 9001:2015 Company

CIN - L29298GJ2006PLC048627

Date: 03RD September, 2024

The Manager – Listing BSE Limited 14th Floor, P. J. Towers, Dalal Street, Fort, Mumbai – 400001.	Stock ID: MEERA Scrip Code: 540519
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Sub: Intimation of Notice of 18TH Annual General Meeting and Cut-off date.

In terms of **Regulation 42** of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 we wish to inform you that the **18TH Annual General Meeting ("AGM")** of the members of the company will be held on **Saturday, 28TH September, 2024 at 11:00 A.M, through Video Conference Mode** at the Registered office of the Company at 2126, Road No. 2, GIDC, Sachin, Surat – 394230, Gujarat, India to transact the businesses mentioned in the said AGM notice. Notice of AGM is attached below.

Further the board has decided cut-off date i.e. Saturday, 21ST September, 2024, shall be entitled to avail the facility of remote e-voting as well as voting in the general meeting.

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 Sunday, 22nd September, 2024 to Friday, 28th September, 2024 (both days inclusive) for the purpose of the proposed AGM.

The remote e-voting period begins on **Wednesday, 25th September, 2024 at 9:00 A.M.** and ends on **Friday, 27th September, 2024 at 5:00 P.M.**

You are requested to take the same on your record.

Thanking you,
Yours faithfully,

For Meera Industries Limited

**Bhavisha Chauhan
Company Secretary & Compliance Officer
Membership No- F-12515**

CC:

1. National Securities Depository Services Limited (NSDL), Mumbai.
2. Central Depository Service (India) Limited (CDSL), Mumbai.
3. Kfin Technologies Private Limited.

NOTICE OF 18TH AGM

NOTICE IS HEREBY GIVEN THAT 18TH (EIGHTEEN) ANNUAL GENERAL MEETING OF THE MEMBERS OF "MEERA INDUSTRIES LIMITED" CIN: L29298GJ2006PLC048627 WILL BE HELD ON SATURDAY, SEPTEMBER 28, 2024 AT 11:00 AM THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS ("VC/OAVM") TO TRANSACT THE FOLLOWING BUSINESS. THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 2126, ROAD NO. 2, GIDC, SACHIN, SURAT – 394230.

A) ORDINARY BUSINESS:

1. To receive, consider and adopt the -

- a) Standalone Audited Financial Statements of the Company for the financial year ended on **31st March 2024**, along with Report of the Board of Directors & Report of Auditors thereon;
- b) Consolidated Audited Financial Statements of the Company for the financial year ended on **31st March 2024**, along with Report of the Board of Directors & Report of Auditors thereon;

2. To appoint a Director in place of CA. Mayank Yashwantrai Desai (DIN- 00354210), who retires by rotation and being eligible offers, himself for re-appointment.

Explanation: Based on the terms of appointment, Directors (other than Independent Directors) are subject to retire by rotation. **CA. Mayank Yashwantrai Desai (DIN- 00354210)**, who has been a Director (Category – Non-Executive) and whose office is liable to retire by rotation at this AGM, being eligible, seeks re-appointment. Based on the performance evaluation, the Board recommends his reappointment.

Therefore, the Members of the Company are requested to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **CA. Mayank Yashwantrai Desai (DIN- 00354210)**, who retires by rotation, be and is hereby re-appointed as a Director (Category – Non-Executive) of the Company, liable to retire by rotation."

B) SPECIAL BUSINESS:

3. To consider and if thought fit, and approve the continuation of Directorship of CA Sanjay Natwarlal Mehta (DIN- 00002817) as an Independent Director (Non- Executive) of the company for the current term of his appointment notwithstanding that he will attain the age of 75 years and in this regard, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members of the Company be and is hereby accorded for continuation of Directorship of CA Sanjay Natwarlal Mehta (DIN- 00002817) as an Independent Director (Non- Executive) of the Company, not liable to retire by rotation, until the expiry of his current term of appointment which is upto 10th October, 2027 notwithstanding him attaining the age of 75 years on 20th October, 2024."

"RESOLVED FURTHER THAT the Board of Directors (including any Committee(s) constituted by the Board from time to time) of the Company be and are hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

4. To consider and, if thought fit, approve Appointment of Ms. Kenny Dharmeshkumar Desai (DIN- 10729400) as an Executive Director of the Company for a term of Three years and to pass, with or without modification(s), the following resolution as Special Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and also subject to the approval of the Central Government, if required, the Company hereby accords its approval to the appointment of Ms. Kenny Dharmeshkumar Desai (DIN- 10729400) as an Executive Director designated as Director of the Company for a period of 3 (Three) years w.e.f. October 1, 2024, liable to retire by rotation, on the terms and conditions including terms of remuneration as set out in the Explanatory Statement attached hereto and forming part of this notice with a liberty to Board of Directors (hereinafter referred to as the "Board" which shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment so as the total remuneration payable to her shall not exceed the limits specified in Schedule V to the Act including any statutory modification(s) or re-enactment thereof, for the time being in force and as agreed by and between

Date: 12/08/2024

Place: Sachin, Surat

Registered Office:

2126, Road No. 2, GIDC,
Sachin, Surat – 394230.
CIN: L29298GJ2006PLC048627
Tel.: +91-261-2399114
Email: info@meeraind.com
Website: www.meeraind.com

the Board of Directors and Ms. Kenny Dharmeshkumar Desai without any further reference to the Company in General Meeting."

"RESOLVED FURTHER THAT notwithstanding anything contained to the contrary in the Act, wherein any financial year the Company has no profits or has inadequate profit, Ms. Kenny Dharmeshkumar Desai will be paid minimum remuneration as stated in the Explanatory Statement or such remuneration as may be approved by the Board within the ceiling prescribed under Schedule V of the Act or any modification or re-enactment thereof at relevant time."

"RESOLVED FURTHER THAT in the event of any statutory amendment or modification by the Central Government to Schedule V to the Act, the Board be and is hereby authorized to vary and alter the terms of re-appointment including salary, commission, perquisites, allowances etc. payable to Ms. Kenny Dharmeshkumar Desai within such prescribed limit or ceiling and as agreed by and between the Company and Ms. Kenny Dharmeshkumar Desai without any further reference to the Company in General Meeting."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

By Order of the Board of Directors

Mrs. Bhavisha Kunal Chauhan
Company Secretary & Compliance Officer
Membership No. FCS-12515

NOTES:

1. The 18TH Annual General Meeting (AGM) is being held through **video conferencing (VC)/ other audio visual means (OAVM)** in accordance with the Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and dispended the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 5th May, 2020 and Circular No. 02/2021 dated 13th January, 2021 and Circular No. 21/2021 dated December 14, 2021 and 02/2022 dated 5th May 2022 and latest being 10/2022 dated December 28, 2022 ("MCA Circulars") and Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated 13th May, 2022 and SEBI/HO/CRD/PoD2/P/CIR/2023/4 dated 5th January, 2023 issued by the Securities Exchange Board of India ("SEBI Circular") prescribing the procedures and manner of conducting the Annual General Meeting through VC/OVAM. In terms of the said circulars, the 18th Annual General Meeting ("AGM") of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. For the purpose of

- recording the proceedings, the AGM will be deemed to be held at the registered office of the Company at 2126, ROAD NO. 2, GIDC, SACHIN, SURAT - 394230, Gujarat, India.
2. Since the Annual General Meeting (AGM) is being held pursuant to the e-AGM circulars through video conferencing (VC)/ other audio visual means (OAVM), physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy form, Attendance Slip and route map of the AGM venue are not annexed to this Notice. However, a Member may appoint a representative as per applicable provisions of the Companies Act, 2013 to attend and/or vote.
3. 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 Act.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting.
5. Copies of the Balance Sheet, the Statement of Profit and Loss, the Directors' Report, the Auditor's Report and every other document required by law to be annexed or attached to the Balance Sheet for the financial year ended March 31, 2024 are annexed/attached.

6. Electronic copy of the Annual Report for 2023-24 including the Notice which includes the process and manner of attending the Annual General Meeting through video conferencing(VC)/ other audio visual means (OAVM), and e-voting is being sent to all the members whose e-mail addresses are registered with the Company/Depository Participants.
7. Printed copy of the Annual Report (including the Notice) is not being sent to the members in view of the e-AGM circulars.
8. Ministry of Corporate affairs and Stock Exchange Board of India have permitted listed companies, in view of the prevailing COVID-19 pandemic situation, to send via e-mail the Notice of the Annual General Meeting and the Annual Report to shareholders whose e-mail IDs are registered in the Company's records. In order to receive the Annual Report, Notice and other communications in electric form, we request our shareholders to register/update their e-mail address and mobile number with their Depository Participant(s) in respect of shares held in electronic form or with the Company's Registrar & Transfer Agent (RTA), at M/s Kfin Technologies Limited, Karvy selenium tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032, e-mail ID: einward.ris@kfintech.com
9. The Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2023-24 also available on the website of the Company,

www.meeraind.com which can be downloaded. The electronic copies of the documents which are referred to in this Notice but not attached to it will be made available for inspection. For inspection, the members are requested to send a request through an e-mail on cs@meeraind.com with Depository participant ID and Client ID or Folio number.

10. The Members desiring any information relating to the accounts or have any questions, are requested to write to the Company on cs@meeraind.com at least Ten days before the date of the Annual General Meeting (AGM) so as to enable the Management to keep the information ready and provide it at the AGM.
11. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in this Notice will be available for inspection in electronic mode / at the registered office of the Company during normal business hours, i.e. 10.00 a.m. to 6.00 p.m. on all working days except Saturdays and Sundays, up to and including the date of the AGM.
12. 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 Sunday, 22nd September, 2024 to Friday, 28th September, 2024 (both days inclusive) for

the purpose of the proposed AGM.

13. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Saturday, 21st September, 2024, shall be entitled to avail the facility of remote e-voting. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
14. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Saturday, 21st September, 2024, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of AGM by following the procedure mentioned in this part.
15. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
16. The Company has appointed CS Chirag Shah, M/s. Chirag Shah & Associates, Practising Company Secretary, to act as the Scrutinizer to scrutinize the voting at the 18th AGM and remote e-Voting process, in a fair and transparent manner.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on **Wednesday, 25th September, 2024 at 9:00 A.M.** and ends on **Friday, 27th September, 2024 at 5:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, 21st September, 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, 21st September, 2024.

How do I vote electronically using NSDL e-Voting system?





The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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 email Id in their demat accounts in order to access e-Voting facility.

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.	<ol style="list-style-type: none"> 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 options available against company name or e-Voting service provider - NSDL and you will be re -directed to NSDL e -Voting website for casting your vote during th e remote e -Voting period or joining virtual meeting & voting during the meeting. 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 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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Deposit ory site wherein you can see e -Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to eVoting website of NSDL for casting your vote during the remote e -Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their 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 are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e -Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e -Voting facility. Once 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 options available against company name or e-Voting service provider -NSDL and you will be redirected to e -Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. 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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- 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, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log -in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log -in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
5. Password details for shareholders other than Individual shareholders are given below:	
a) If you are already registered for e -Voting, then you can user your existing password to login and cast your vote.	
b) If you are using NSDL eVoting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.	
c) How to retrieve your 'initial password'?	
(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.	
(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered	

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password: a) Click on " Forgot User Details/Password ? " (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com . b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com . c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc. d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to chi118_min@yahoo.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022 - 4886 7000 and 022 - 2499 7000 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 email to cs@meeraind.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@meeraind.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM 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 system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow

Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@meeraind.com The same will be replied by the company suitably.
6. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022 - 4886 7000 and 022- 2499 7000 or send a request at evoting@nsdl.co.in

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 3

CA Sanjay Natwarlal Mehta (DIN- 00002817) was re-appointed as an Independent Director (Non-Executive) of the Company for second term of 5 years at the 16th AGM held on 30th September, 2022. He holds office as an Independent Director of the Company upto 10th October, 2027. In terms of Regulation 17(1A) of the SEBI Listing Regulations, no listed entity shall appoint a person or continue the directorship of any person as Independent non-executive director who has attained the age of seventy five years unless special resolution is passed to that effect.

CA Sanjay Natwarlal Mehta will attain the age of 75 years during the current term of his appointment and hence, approval of the Members is required for continuation of his directorship on attaining age of 75 years until the expiry of his current term which is upto 10th October, 2027.

CA Sanjay Natwarlal Mehta is fellow member of

Institute of Chartered Accountants of India and also a qualified Cost and Works Accountant. He has more than four decades of experience in Finance Industry. He is the founding partner of M/s Akkad Mehta & Co, Chartered Accountants, a partnership firm with specialization in corporate audit and taxation, FEMA regulatory compliances, international taxation, corporate law, merger & acquisition.

The Board of Directors, based on the recommendations of the Nomination and Remuneration Committee, on the basis of the report of performance evaluation of Independent Directors, has recommended and approved continuation of office by CA Sanjay Natwarlal Mehta as an Independent Director of the Company until the expiry of his current term of appointment which is upto 10th October, 2027, notwithstanding that he will attain age of 75 years.

Brief resume and other details of CA Sanjay Natwarlal Mehta are provided in annexure to the Notice pursuant to the provision of SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board recommends passing of the Special Resolution as set out in Item no. 3 of this Notice, for approval by the Members of the Company.

Except CA Sanjay Natwarlal Mehta, none of the other the Directors or Key Managerial Personnel, of the Company or their relatives, is in any way, concerned or interested, financially or otherwise in the proposed Special Resolution, as set out in Item no. 3 of this Notice.

ITEM NO. 4

The Board of Directors in its meeting held on 12th August, 2024, had appointed Ms. Kenny Dharmeshkumar Desai (DIN- 10729400) as an Additional Director (Executive Director) of the Company. According to the provisions of Section 161 of the Companies Act, 2013, she holds office as Director upto the date of ensuing AGM. As required under section 160 of the Act, a notice has been received from a member signifying its intention to propose the appointment of Ms. Kenny Dharmeshkumar Desai as an Executive Director.

Ms. Kenny Dharmeshkumar Desai has done Master of Science (Integrated Marketing & Communication). She is having Experience in the same area for more than 2 years. Brief resume and other details of Ms. Kenny Dharmeshkumar Desai

are provided in annexure to the notice pursuant to the provision of SEBI Listing Regulations and SS-2, Issued by Institute of Company Secretaries of India.

The Board recommends passing Special Resolution as set out in item no. 4 of this notice, for approval by the Members of the Company.

Ms. Kenny Dharmeshkumar Desai deemed to be interested in the said resolution as its relates to her appointment.

Mr. Dharmeshkumar Desai, Chairman & Managing Director and Mrs. Bijal Dharmeshbhai Desai, Whole Time Director of the company are deemed to be interested in the said resolution as they are immediate relatives of the said appointee Ms. Kenny Dharmeshkumar Desai.

None of the other Directors or Key Managerial Personnel or their relatives are, in any way concerned or interested in the said resolution, as set out in the item no. 4 of this notice.

Information Pursuant to the Listing Regulations and Secretarial Standards in Respect of Directors Retiring by Rotation

1) Name of Director	CA. Mayank Yashwantraai Desai
2) Age	51 Years
3) Qualification	Fellow member of Chartered Accountant & Bachelor's degree in Commerce from South Gujarat University
4) Date of first Appointment on the Board	January 28, 2017
5) Experience	Mr. Mayank Y. Desai has more than two and a half decade of experience in finance sector including audit, taxation, project financing etc. In 1993, he started his career with M/s. Y B Desai & Associates as management trainee. Post training, he was employed with M/s. Y B Desai & Associates and on June 01, 2003 he was promoted to the level of Partner. Meanwhile, he also

	started his own venture M/s. Mayank Desai and Associates, a Proprietorship concern in 2000 and M/s. Mayank Desai & Co., a Partnership Firm in 2007. Further, He joined Meera Industries Limited on January 28, 2017 as Non-Executive Directors of the Company
6) List of Companies in which holds directorship as on 31.3.2024	<ul style="list-style-type: none"> Meera Industries Limited Uniserve Infraprojects Private Limited Geepage (India) Infosystem Private Limited Uniserve Solutions Private Limited Provyz Lifespaces Private Limited Techiesync Software Private Limited Uniserve Consultancy Private Limited Unisync Angels Private Limited Uniserve Startups Advisory Private Limited
7) Chairman/member of the Committee as on 31.03.2024	<ul style="list-style-type: none"> Audit Committee Nomination and Remuneration Committee Stakeholder Committee

Disclosure of information pursuant to Regulation 30 of SEBI LODR Regulations read with SEBI circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023

Particulars	Additional Director	Independent Director
Name	Kenny Dharmeshkumar Desai DIN- (10729400)	Sanjay Natwarlal Mehta
Reason for Change viz. Appointment, Resignation, Removal, Death or otherwise;	Appointment as an Additional Director (Executive Director) of the Company.	Re-appointment as per Reg 17(1A) of SEBI(LODR) Regulations, 2015 for the balance tenure of 3(Three) Years. However, he was re -appointed for his second tenure of Independent Directorship in 16th AGM of 2022, from October 10, 2022 to October, 2027. but as per requirement of Reg - 17(1A) we have re-appointed him by adhering and complying with the said regulation subject to appointment by members in upcoming AGM.

Date of appointment/cessation (as applicable) & term of appointment	12th August, 2024	Re-appointment as per Reg 17(1A) of SEBI(LODR) Regulations, 2015 for the balance tenure of 3(Three) Years. However, he was re-appointed for his second tenure of Independent Directorship in 16th AGM of 2022, from October 10, 2022 to October, 2027. but as per requirement of Reg- 17(1A) we have re-appointed him by adhering and complying with the said regulation subject to appointment by members in upcoming AGM.
Brief Profile (in case of appointment)	Ms. Kenny Dharmeshkumar Desai has done Master of Science (Integrated Marketing & Communication). She is having Experience in the same area for more than 2 years.	Non - Executive Independent Director of our company. He is a Post Graduate and a fellow member of the Institute of Chartered Accountants of India (ICAI), having distinction of qualifying the exams with rank in all India Merit List. He is also a Graduate member of the Institute of Cost and Works Accountants of India since 1974. He has professional experience of more than 42 years as a practicing Chartered Accountant having varied experience in Auditing, Corporate Advisory services in the field of taxation (both domestic and international), Project Finance and working capital appraisals, Company Law Compliances, Company Secretarial matters, FEMA Regulations, Indirect Taxes, and Management Accounting & MIS etc. He has handled IPO soft work public limited companies in the capacity as advisors to Issue (SEBI Registered Category IV Merchant Banker).
Disclosure of Relationship between Directors (In case Appointment of Director)	Daughter of Chairman & Managing Director & Whole time Director	N.A.

Registered Office:

2126, Road No. 2, GIDC,
Sachin, Surat – 394230.
CIN: L29298GJ2006PLC048627
Tel.: +91-261-2399114
Email: info@meeraind.com
Website: www.meeraind.com

Date: 12/08/2024

Place: Sachin, Surat

By Order of the Board of Directors

Mrs. Bhavisha Kunal Chauhan
Company Secretary & Compliance Officer
Membership No. FCS-12515

Annexure to Item 4 to the AGM Notice dated 12.08.2024

**STATEMENT OF INFORMATION FOR THE MEMBERS PURSUANT TO SCHEDULE V
OF THE COMPANIES ACT, 2013:**

Item 4:

i. GENERAL INFORMATION

1. Nature of industry:

Meera Industries, an ISO 9001 company has shaped itself with the changing era in the competitive world of textile twisting technology & machineries. It is a leading company offering world-class products to national as well as international markets.

Having deep & rich experience of manufacturing TFO twisting yarns to more of user-friendly innovative textile products, each year we work hard to put together our core values, ethics & principles with a strategic plan: setting overall objectives to meet & achieve the unique challenges. Our Constant quest for innovative through research is not limited. We design, develop & manufacture high-tech textile machinery offering intelligent solutions, operational reliability, quality & economic efficiency. With the synergy of creativity, we took a leap forward integrating science & technology as our core strength.

2. Date or expected date of commencement of commercial production

The Company was incorporated in the year 2006 and is already in commercial production since quite a long time.

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus

Not Applicable.

4. Financial performance based on given indicators

The Company has reported Total Income of Rs. 3018.35 lacs as on 31st March, 2024. The Company has reported a profit of Rs. 146.96 lacs as on 31st March, 2024.

5. Foreign investments or collaborations, if any.

As on 31.03.2024, the foreign holding including Non-Resident Indians (NRIs) holding is 0.48% of the Equity Share Capital of the Company.

II. Information about the Directors:

1. Background Details:

S N	Name of the Director	Background Details
1.	Kenny Dharmeshkumar Desai	Ms. Kenny Dharmeshkumar Desai has done Master of Science (Integrated Marketing & Communication). She is having Experience in the same area for more than 2 years.

1. Past Remuneration: (Amount in Rs. Lacs)

S N	Name of the Director	FY 2023-24	FY 2022-23	FY 2021-22
1.	Kenny Dharmeshkumar Desai	NIL	NIL	NIL
	Total	NIL	NIL	NIL

1. Job profile and their suitability

She was appointed as an Additional Director (Executive Director) of the Company in Board Meeting held on 12th August, 2024. Now seeking approval to be appointed as an Executive Director at this AGM by the members.

2. Remuneration proposed

Remuneration Proposed 14.40 Lakhs Per Annum.

3. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)

Considering the size of the Company, profile of the Directors, responsibilities shouldered by them and the industry benchmarks, the remuneration/commission proposed to be paid to them is commensurate with the remuneration packages paid to persons of their qualifications, cadre, knowledge and experience in the industry.

4. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.

Daughter of Mr. Dharmesh Desai, Chairman & Managing Director, and Mrs. Bijal Desai, Whole Time Director.

III. Other information:

1. Reasons of loss or inadequate profits

Not Applicable, The Company has reported much higher profitability, with profit of Rs. 146.96 lacs in 2023-24 as compared to loss of Rs. -180.28 lacs in the previous year i.e. 2022-23.

2. Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms:

As stated above, the Company has reported remarkable improvement in operational performance and profitability compared to previous year.

IV. Disclosures:

The resolution sets out the entire terms and conditions relating to the remuneration of Executive Director. The Board of Directors recommends the Special Resolution as set out at Item No. 4 of this Notice for approval of the members.

Except this Executive Director of the Company and their relatives, none of the other Directors, Key Managerial Personnel (KMP) and their relatives are anyway concerned or interested, financially or otherwise in the said resolution.

Registered Office:

2126, Road No. 2, GIDC,
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Tel.: +91-261-2399114
Email: info@meeraind.com
Website: www.meeraind.com

Date: 12/08/2024

Place: Sachin, Surat

By Order of the Board of Directors

Mrs. Bhavisha Kunal Chauhan

Company Secretary & Compliance Officer

Membership No. FCS-12515

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