



MULLER AND PHIPPS INDIA LIMITED.
C-204,2ND FLOOR, MADHAVA, BANDRA KURLA COMPLEX,MUMBAI-400 052.

CIN: L63090MH1917PLC007897

September 06, 2022

The Secretary,
Bombay Stock Exchange Limited,
1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400001

Scrip Code: 501477

Dear Sir,

Sub: Compliance under Regulation 34 of SEBI (LODR) Regulations 2015

Pursuant to Regulation 34 of SEBI (LODR) Regulations 2015, enclosed please find soft copy the Addendum to the Notice of the 105th Annual Report of the Company for the year ended March 31, 2022.

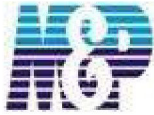
This is for your information and records.

Kindly acknowledge receipt.

Thank you.

Yours faithfully
For **Muller and Phipps India Limited**

MILAN DALAL
DIRECTOR
DIN: 00062453



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ADDENDUM TO THE NOTICE OF 105TH ANNUAL GENERAL MEETING

Addendum to the Notice dated August 08, 2022 convening 105th Annual General Meeting of Muller and Phipps India Limited (“Company”) scheduled to be held on Friday September 23, 2022 at 4:30 p.m. through Video Conferencing / Other Audit Visual Means (VC/OAVM):

Notice is hereby given that pursuant to the provisions of Section 160 of the Companies Act, 2013 ('Act') read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the following item of business is added in the aforesaid Notice as Item No. 4 as a Special Business and this addendum shall be deemed to be a part of the original Notice dated August 08, 2022 and the notes provided therein:

SPECIAL BUSINESS:

4. To approve increase in remuneration of Mr. P.V. Mohan, Whole Time Director of the Company

To consider and if though fit, to pass with or without modification, the following Resolution as **Special Resolution**

“**RESOLVED THAT** pursuant to the recommendation of Nomination and Remuneration Committee and pursuant to the provisions of section 196, 197,198 and 201 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules , 2014 (including rules, notifications , any statutory modifications , amendment or re-enactment thereof for the time being in force and as may be enacted from time to time) read with Schedule V of the said act, and such other approvals, permissions and sanctions of such authorities and/or agencies as may be required n this regard and subject to the provisions of the Articles of Association of the Company, approval of the Members be and is hereby accorded to the revision in the remuneration of Mr. P.V. Mohan (DN: 00195051), Whole Time Director of the company on following terms and conditions effective from October 01, 2022 for a period of 1.5 (One and half) years:

Particulars	Amount (in Rs per annum)
Term	1.5 (One and half) years w.e.f. October 01, 2022
Basic Salary	1087200
House Rent Allowance	403200
Leave Travel Allowance	20000
Medical Benefits	15000
PF	130600
Super Annuation	144000
Variable pay	As may be decided by the Board from time to time

“**FURTHER RESOLVED THAT** the overall managerial remuneration payable to Mr. P.V. Mohan shall be such amount as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee and that the terms and conditions of the aforesaid remuneration payable to the Whole Time Director be varied/ altered / revised within the said overall limit, in such manner as may be required during the aforesaid 1.5 years.”

“FURTHER RESOLVED THAT where in any Financial year during the tenure of the said Whole Time Director , the Company has no profit or profits are inadequate, the aforesaid remuneration or remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration.”

“FURTHER RESOLVED THAT any of the Directors and the Company Secretary of the company be and are hereby authorised to all such acts , deeds, matters and things as they may n absolute discretion deem necessary , proper or desirable and settle any question, difficulty or doubt that may arise in the said regard

Registered office:

204, Madhava, 2nd Floor
Bandra Kurla Complex,
Near Family Court, Bandra East,
Mumbai 400 051

By Order of the Board
For MULLER AND PHIPPS (INDIA) LTD

MILAN DALAL
Director
DIN 00062453

Place: Mumbai

Date: September 06 , 2022

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

Item No-4

Mr. P. V . Mohan was appointed and designated as Whole Time Director of the Company by the Board at its meeting August 13, 2019 for a period of 5 years i.e from May 10, 2019 to May 09, 2024. The same was subsequently approved by the members of the AGM held on September 27, 2019.

Further considering the contribution of Mr. P. V . Mohan and the progress made by the Company under his leadership and guidance and as per the recommendation of the Nomination and Remuneration Committee, the Board at its Meeting held on September 06, 2022 approved the revision in the remuneration of Mr. P. V . Mohan for a period of 1.5 years effective from October 01, 2022 on terms and conditions enumerated in the Resolution.

Pursuant to section 197 read with Schedule V of the Companies Act, 2013, the revised remuneration of Mr. P. V . Mohan as decided by the Board is required to be approved by the Members.

Pursuant to clause (iv) of section II of schedule V of Companies Act, 2013 the following statement is given:

1. General information	
1	Nature of Industry
2	Date or excepted date of commencement of commercial production

Not Applicable

3.	In case of new companies , excepted date of commencement of activities	Not Applicable
4	Financial performances based on given indicators	Performance for 31-03-2022 1. Gross Revenues : Rs 366.92 lakhs 2. Profit after Tax: Rs 43.66 lakhs

Mr. P. V . Mohan has experience for more than 30 years in this industry and he has shouldered the responsibility of the business activities of the company, proposed remuneration is commensurate with industry standards .

Pursuant to the applicable provisions of the Companies Act, 2013 and the relevant rules made thereunder, consent of members is being sought by way of a Special Resolution.

Except Mr. P. V . Mohan, none of the promoters, directors , key managerial personnel and their relatives are interested financially or otherwise in the Resolution

The Board recommends the special resolution set out in item no-4 of the Notice for approval by the Members

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By Order of the Board
For MULLER AND PHIPPS (INDIA) LTD

MILAN DALAL
Director
DIN 00062453

Place: Mumbai

Date: September 06 , 2022