



# MAHARASHTRA CORPORATION LIMITED

Regd Off : 907/908, Dev Plaza, S.V. Road, Andheri (W), Mumbai - 400 058. Tel. : +9122 67424815

Email : [mcl@visagar.com](mailto:mcl@visagar.com) Website : [www.mahacorp.in](http://www.mahacorp.in) CIN : L71100MH1982PLC028750

January 07, 2022

**The Manager (Listing)**  
**BSE Limited**  
1st Floor, New Trading Ring  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001

Ref : Scrip ID - MAHACORP Scrip Code - 505523

**Subject: Notice of the Extra-Ordinary General Meeting.**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find the Notice of the Extra-Ordinary General Meeting ("EGM") of the Company to be held on Saturday, the 29<sup>th</sup> day of January, 2022 at 12.00 Noon (IST) at B-13, 4th Floor, Shree Siddhivinayak Plaza, Plot No. B-31, Off New Link Road, Andheri (West), Mumbai-400053.

The said Notice has been sent electronically to the members whose e-mail IDs are registered with the Company/ Adroit Corporate Services Pvt. Ltd., Registrar and Share Transfer Agents of the Company and the Depositories viz. the National Securities Depository Limited and Central Depository Services (India) Limited.

The Notice of the EGM has also been uploaded on the website of the Company at [www.mahacorp.in](http://www.mahacorp.in).

Please take the same on your records and suitably disseminated at all concerned.

Thanking You,

Yours faithfully,

**For Maharashtra Corporation Limited.**

  
(Tilokchand Kothari)  
Director  
00413627



Encl.: As Above



# **MAHARASHTRA CORPORATION LIMITED**

**NOTICE CALLING EXTRA-ORDINARY GENERAL MEETING**



VISAGAR GROUP

# MAHARASHTRA CORPORATION LIMITED

CIN: L71100MH1982PLC028750

Registered Office: 907-908, Dev Plaza, 9<sup>th</sup> floor, Opp. Andheri Fire Station,

S.V. Road, Andheri (W), Mumbai- 400058.

Tel No.: 022-67424815 E-mail id: [mcl@visagar.com](mailto:mcl@visagar.com) Website: [www.mahacorp.in](http://www.mahacorp.in)

## NOTICE CALLING EXTRA-ORDINARY GENERAL MEETING

**NOTICE** is hereby given that the Extra-Ordinary General Meeting (EGM) of the Members of **M/s. MAHARASHTRA CORPORATION LIMITED** will be held on Saturday, January 29, 2022 at 12:00 Noon (IST) at B-13, 4<sup>th</sup> Floor, Shree Siddhivinayak Plaza, Plot No. B-31, Off New Link Road, Andheri (West), Mumbai-400053 to transact the following business:

### **SPECIAL BUSINESS:**

#### **1. TO INSERT ADDITIONAL BUSINESS ACTIVITY IN MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 13 of the Companies Act, 2013 (“the Act”) including any modification or re-enactment thereof and other applicable provisions thereof, the Main Object clause of the Memorandum of Association of the Company be and is hereby altered and amended as follows:

Clause III (A) of the Objects clause of the Memorandum of Association of the Company be titled as **‘MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION’** and after para 1 of Clause III (A), following 1 (one) new para’s shall be added:

***“2. To purchase any movable or immovable property or any right or interest therein either singly or jointly or in Partnership with any person(s) or Body corporate or partnership Firm or to enter into Joint Venture or Understandings or on contractual basis or to act as agents to develop and construct industrial, commercial, residential, or farm lands, plots, buildings, houses, apartments, flats or areas within or outside the limits of Municipal Corporation or other local bodies, anywhere within the Domain of India or outside India, to divide the same into suitable plots, and to rent or sell the plots for building/constructing shopping malls, residential houses, bungalows, villas, business premises, industrial parks and colonies and rent or sell the same and realize cost in lumpsum or easy installments or by hire purchase system and otherwise.”***

**“RESOLVED FURTHER THAT** for the purpose of giving full effect to this resolution, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**“RESOLVED FURTHER THAT** any of the Director or the Company Secretary be and are hereby authorised to do all such acts, deeds and things as may be required to give effect to the above

**2. TO INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT IN MEMORANDUM OF ASSOCIATION OF THE COMPANY**

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **ORDINARY RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of Section 61(a), 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, consent of the members of the Company be and is hereby accorded for increase in the Authorized Share Capital of the Company from existing Rs. 14,00,00,000 (Rupees Fourteen Crore) divided into 14,00,00,000 (Fourteen Crore) Equity Shares of Rs.1/- each to Rs. 64,00,00,000 (Rupees Sixty-four Crore Only) divided into 64,00,00,000 (Sixty-Four Crore) Equity Shares of Rs. 1/- each ranking pari-passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.”

**“RESOLVED FURTHER THAT** pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded, for alteration of Clause V (a) of the Memorandum of Association of the Company by substituting in its place and stead the following: -

***V. a) The Authorized Capital of the Company is Rs. 64,00,00,000/- (Rupees Sixty-Four Crore Only) divided into 64,00,00,000 (Sixty-Four crores) Equity Shares of Rs. 1/- (Rupees One Only) each. The Company has power, from time to time, to increase or reduce its capital and to divide the shares in the capital for the time being into other classes and to attach thereto respectively such preferential, deferred, qualified or Special rights, privileges, conditions or restrictions, as may be determined by or in accordance with the Article of Association of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be permitted by the Article of Association of the Company or the legislative provision for the time being in force on that behalf.”***

**“RESOLVED FURTHER THAT** approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company 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.”

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**3. TO CONSIDER RAISING OF FUNDS THROUGH RIGHT ISSUE:**

To consider and if thought fit with or without modification(s) the following Resolution as **SPECIAL RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of Section 62, Section 23(1)(c) and other applicable provisions of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof) along with the rules made thereunder from time to time, the SEBI (Issue of Capital and Disclosure Requirements) Regulation, 2018 (“**ICDR**”), SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (“**LODR**”), as amended, and subject to other approvals, permissions and sanctions of the Securities and Exchange board of India (“**SEBI**”), Stock Exchanges (“the **Stock Exchange**”) where the securities of the Company are listed, the Ministry of Corporate Affairs (“**MCA**”) and any other concerned statutory and regulatory authorities, if to the extent necessary, and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed on granting of such approvals, consent of members of the Company be and are hereby accorded to offer, issue and allot Equity Shares or any other securities convertible/exercisable into Equity Shares of the Company (the Securities”) by way of Right Issue to the existing shareholders of the Company as on a record date, to be decided at a later date at such price, at a premium, discount to the market

price , considering the prevailing market conditions, such that the aggregate value (including premium) up to not exceeding Rs. 49.90 crores.”

“**RESOLVED FURTHER THAT** all securities so offered, issued and allotted by way of Right Issue shall be subject to the provisions of the Memorandum of Association and the Article of Association of the Company.”

“**RESOLVED FURTHER THAT** the equity shares, including equity shares upon conversion/exercise, if any, issued, shall rank pari passu in all respect with the existing Equity Shares of the Company”

“**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary or incidental in this regard to give effect to the aforesaid resolution including filling of all necessary e-forms with the office of Registrar of Companies, Mumbai.”

**Registered Office:**  
907-908, Dev Plaza, 9<sup>th</sup> Floor,  
Opp. Andheri Fire Station, S.V. Road,  
Andheri (W), Mumbai – 400058  
Website: [www.mahacorp.in](http://www.mahacorp.in)  
Email: [mcl@visagar.com](mailto:mcl@visagar.com)

By Order of the Board of Directors  
**For Maharashtra Corporation Limited**

**Place: Mumbai**  
**Date: 07.01.2022**

**Sd/-**  
**Tilokchand Kothari**  
**Director**  
**DIN: 00413627**

**Sd/-**  
**Hardika Solanki**  
**Company Secretary**

#### NOTES:

1. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), which sets out details relating to Special Business at the meeting is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA-ORDINARY GENERAL MEETING (“MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF /HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Proxies in order to be effective must be received by the Company at its Registered Office not later than forty-eight hours before the commencement of the meeting. Proxies submitted on behalf of companies, societies, etc. must be supported by an appropriate resolution/authority, as applicable.
3. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.
4. Corporate Members intending to send their representatives to attend the Meeting are requested to send to the Company a duly certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
5. 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.

6. The Company has notified closure of Register of Members and Share Transfer Books from January 22, 2022 to January 28, 2022 (both days inclusive) for the purpose of book closure.
7. Members desirous of obtaining any information as regards accounts and operations of the Company are requested to address their queries to the Registered Office of the Company in writing at least seven days in advance before the date of the Meeting, to enable the Company to keep the necessary information ready.
8. Members are requested to:
  - i) Bring their copy of Copy of Notice to the Meeting.
  - ii) Bring the attendance slip duly filled in, for attending the Meeting. The Attendance slip is sent with this Notice of Extra-Ordinary General Meeting. Members, who hold shares in Electronic Form, are requested to bring their Depository ID Number and Client ID Number to facilitate their identification for recording attendance at the Extra-Ordinary General Meeting.
  - iii) Quote their Registered Folio Nos. on all correspondence with the Company
  - iv) Register their e-mail address, if not already registered for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
  - v) Notify changes in address, if any, to the Registrars of the Company immediately, quoting their folio numbers, if shares are held by them in physical form. Those holding shares in dematerialized form should send the above information to the respective Depository Participants.
  - vi) Intimate the Registrar and Share Transfer Agents, **M/s. Adroit Corporate Services (P) Ltd.**, for consolidation into a single folio Members, if they have shares in physical form in multiple folios in identical names or joint holding in the same order of names.
  - vii) Convert their holdings in dematerialized form to eliminate risks associated with physical shares and better management of the securities. Members can write to the company's registrar and share transfer agent in this regard.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts(s). Members holding shares in physical form can submit their PAN details to M/s. Adroit Corporate Services (P) Ltd., 19/20, Jafferbhoy Industrial Estate, 1st floor, Makwana Road, Marol Naka, Andheri (East), Mumbai – 400 059.
10. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during office hours on all working days except Saturdays between 11.00 a.m. to 2.00 p.m. prior to the date of the Meeting.
11. The Notice of the Extra-Ordinary General Meeting of the Company along with Attendance Slip and Proxy Form are being sent in electronic form to all the members whose email IDs are registered with the Company/Depository Participants(s). For members who have not registered their email address, physical copies of the aforesaid documents are being sent in the permitted mode.
12. Members may also note that the Notice of the Extra-Ordinary General Meeting will be available on the Company's website [www.mahacorp.in](http://www.mahacorp.in) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [mcl@visagar.com](mailto:mcl@visagar.com).
13. The route map showing directions to reach the venue of the Extra-Ordinary General Meeting is annexed herewith the Notice.

#### 14. VOTING THROUGH ELECTRONICS MEANS:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the ensuing Extra-Ordinary Meeting (EGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through polling paper shall be made available at the EGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through polling paper.
- III. The members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.

#### THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on January 26, 2022 at 09:00 A.M. and ends on January 28, 2022 at 05:00 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. January 21, 2022 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 January 21, 2022.

#### 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 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.	1. Existing <b>IDEAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

2. If you are 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 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 or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
4. Shareholders/Members can also download NSDL Mobile App **“NSDL Speede”** facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Individual Shareholders holding securities in demat mode with CDSL

1. 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](http://www.cdslindia.com) and click on New System Myeasi.
2. 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.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>



	<p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</p>

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.

<b>Login type</b>	<b>Helpdesk details</b>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43</p>

**B) Login Method for e-Voting 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?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. 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.

4. 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 119078 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 use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting 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](http://www.evoting.nsdl.com).
- b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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 on NSDL e-Voting system.**

#### **How to cast your vote electronically on NSDL e-Voting system?**

1. 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
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period. Now you are ready for e-Voting as the Voting page opens.
3. 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.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. 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 [vrp.cs.in@gmail.com](mailto:vrp.cs.in@gmail.com) <Please mention the e-mail ID of Scrutinizer> with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. 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](http://www.evoting.nsdl.com) to reset the password.
3. 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](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### **Process for those shareholders whose email ids are not registered with the depositories/ company 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 [mcl@visagar.com](mailto:mcl@visagar.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 [mcl@visagar.com](mailto:mcl@visagar.com). If you are an Individual shareholder 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 for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto: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.
  - a. In case a Member receives physical copy of the Notice of EGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:
    - (i) Initial password is provided as below/at the bottom of the Attendance Slip for the EGM:  
**EVEN (Remote e-voting Event Number)      USER ID      PASSWORD/PIN**
    - (ii) Please follow all steps from Sl. No. a above, to cast vote.
  - I. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
  - II. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

*NOTE: Shareholders who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).*

*In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ Client ID). In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No + Folio No).*

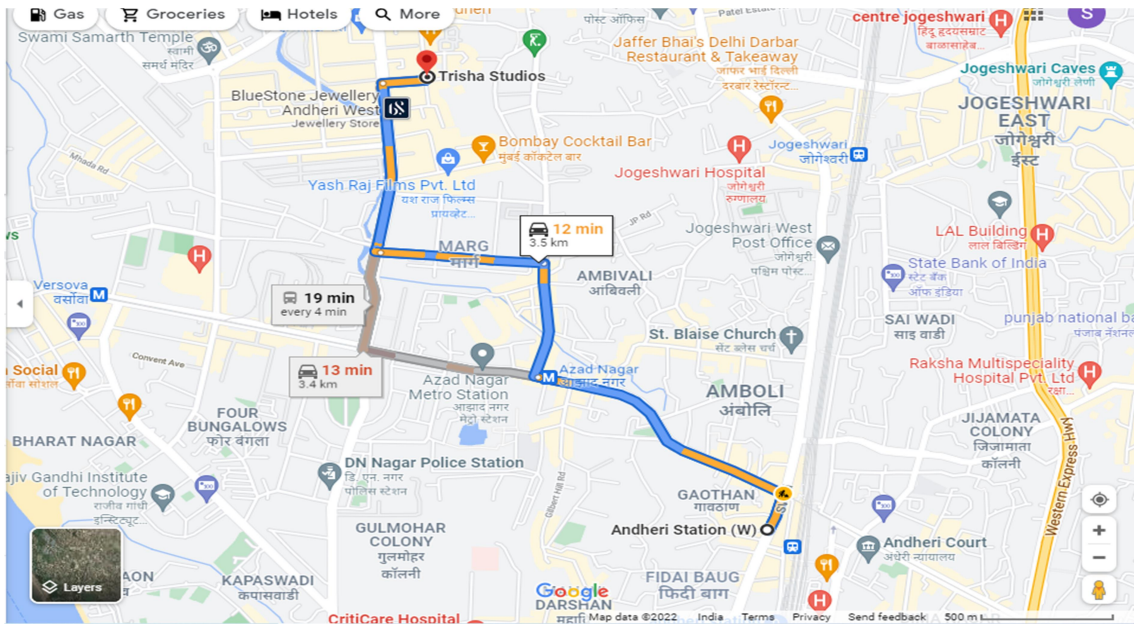
- III. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IV. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of January 21, 2022.
- V. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. January 21, 2022, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.

- VI. A member may participate in the EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EGM.

- VII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the EGM through ballot paper.
- VIII. **Mr. Vijay Ramesh Gupta**, Practicing Company Secretary, Proprietor of VRG & Associates, Company Secretaries, ACS 33236, has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- IX. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- X. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company viz. [www.mahacorp.in](http://www.mahacorp.in) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall be immediately forwarded to the Bombay Stock Exchange.

#### **ROUTE MAP FOR THE VENUE OF EXTRA-ORDINARY GENERAL MEETING**



**Venue: B-13, 4<sup>th</sup> Floor, Shree Siddhivinayak Plaza, Plot No. B-31, Off New Link Road, Andheri (West), Mumbai-400053.**

## **EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS:**

(Pursuant to Sec.102 of the Companies Act, 2013)

Item Nos. 1 to 3:

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### **1. To insert Additional Business Activity In Main Object Clause of the Memorandum of Association (MOA):**

- 1) The company has various plans for expansion of its Business Operations from the present level and accordingly, it is proposed to start the business of Real Estate and Development of Property. In order to commence the same, it is proposed to alter the Main objects clause of the Memorandum of Association (MOA) as mentioned in the Item No. 1 of the Notice.
- 2) To enable the Company to commence the aforesaid business, it is proposed to amend the Main Objects under the Objects Clause of the Memorandum of Association of the Company as stated in the Resolution in the annexed notice. The above amendment would be subject to the approval of the Statutory or Regulatory Authority, as may be necessary.
- 3) A copy of the Memorandum and Articles of Association of the Company is available at the Corporate Office of the Company for inspection during the office hours till the conclusion of the General Meeting.
- 4) None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding in the Company.
- 5) The Board recommends the Special Resolution set forth in Item No. 1 of the Notice for approval of the Members.

### **2. Increase in Authorized Capital:**

- 1) The present Authorised Share Capital of the Company is Rs. 14,00,00,000 (Rupees Fourteen Crore) comprising of 14,00,00,000 (Fourteen Crore) Equity Shares of Rs.1/- each.
- 2) Considering the increased fund requirements of the Company, the Board at its Meeting held on 13<sup>th</sup> December, 2021, had accorded its approval for increasing the Authorised Share Capital from Rs. 14,00,00,000 (Rupees Fourteen Crore) to Rs. 64,00,00,000 (Rupees Sixty Four Crore) by creation of additional 50,00,00,000 (Fifty Crore) Equity Shares of Rs. 1/- each, subject to shareholders approval.
- 3) It is therefore proposed to increase the Authorised Share Capital of the Company from Rs. 14,00,00,000 (Rupees Fourteen Crore) to Rs. 64,00,00,000 (Rupees Sixty Four Crore) by creation of additional 50,00,00,000 (Rupees Fifty Crore) Equity Shares of Rs. 1/- each ranking pari-passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.
- 4) Consequently, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital.
- 5) The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.
- 6) None of the Directors or Key Managerial Personnel of the Company or their respective relatives is in any way concerned or interested, financially or otherwise in the said resolution. The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as an Ordinary Resolution.

**3. To consider raising of funds through right issue:**

- 1) Your Board at its meeting held on 13<sup>th</sup> December, 2021, subject to the approval of the shareholders, and receipt of such other statutory/regulatory approvals, as may be required, has proposed to raise funds for expansion of its Business Operations from the present level and accordingly, it is proposed to start the new business of Real Estate and Development of Property, therefore it is proposed to issue further equity capital for strengthening the financial position of the Company by making Rights Issue.
- 2) As the proposed issue will result in the issue of Securities (Equity Shares) on Right Basis "Right Issue" of the Company to eligible shareholders of the Company, consent of the members is being sought, for passing the Special Resolution as set out in the said item no. 3 of the Notice, pursuant to Sections 62 and other applicable provisions, if any, of the Companies Act, 2013 and any other law for the time being in force and being applicable and in terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 3) Section 62 of the Companies Act, 2013 ("Act") provides that, inter-alia, such further equity shares to be offered on Right Basis as "Right Issue" to the existing shareholders of the Company as on the date of offer by way of an Special Resolution passed to that effect by the Company through General Meeting. The Securities and exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 also provides that the Company shall, in the first instance, offer all Securities for subscription pro-rata to the shareholders unless the shareholders in a general meeting decide otherwise. Accordingly, Shareholders' approval is sought for issuing this equity shares on right issue basis as the Company may deem appropriate to the eligible shareholders. The equity shares, if any, allotted on issue shall rank in all respects pari-passu with the existing Equity Shares of the Company. The issue will be structured in such a manner that the amount of the same would not exceed Rs. 49.90 Crores.
- 4) None of the Directors or Key Managerial Personnel of the Company or their respective relatives is in any way concerned or interested, financially or otherwise in the said resolution. The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as a Special Resolution.

The Board recommends the resolutions set out at Item Nos. 1 to 3 of the Notice for the approval of the Members.

**Registered Office:**

907-908, Dev Plaza, 9<sup>th</sup> Floor,  
Opp. Andheri Fire Station, S.V. Road,  
Andheri (W), Mumbai – 400058  
Website: [www.mahacorp.in](http://www.mahacorp.in)  
Email: [mcl@visagar.com](mailto:mcl@visagar.com)

**Place: Mumbai**  
**Date: 07.01.2022**

By Order of the Board of Directors  
**For Maharashtra Corporation Limited**

**Sd/-**  
**Tilokchand Kothari**  
**Director**  
**DIN:00413627**

**Sd/-**  
**Hardika Solanki**  
**Company Secretary**

**Maharashtra Corporation Limited**  
**L99999MH1994PLC076858**

Regd Office: 907-908, Dev Plaza, Opp. Andheri Fire Station, S. V. Road, Andheri – West,  
Mumbai – 400058.

Tel.: +91-22-67424815, Website: [www.mahacorp.in](http://www.mahacorp.in) E-mail Id: [mcl@visagar.com](mailto:mcl@visagar.com)

**ATTENDANCE SLIP**

Please fill attendance slip and hand it over at the entrance of the meeting hall Joint  
shareholders may obtain additional Slip at the venue of the meeting

D.P. Id*		Folio No.	
Client Id *		No. of Shares	

**NAME OF THE SHAREHOLDER / PROXYHOLDER:**

I hereby record my presence at the Extra-Ordinary General Meeting of the Company held on  
Saturday, January 29, 2022 at 12:00 Noon at B-13, 4<sup>th</sup> Floor, Shree Siddhivinayak Plaza, Plot No.  
B-31, Off New Link Road, Andheri (West), Mumbai-400053.

\_\_\_\_\_  
**Signature of Shareholder/Proxy holder**

**Note:**

**Members are requested to bring their Attendance Slip, sign the same at the place provided  
and hand it over at the entrance of the venue.**

..... (Tear  
Here).....



**Maharashtra Corporation Limited**  
**L99999MH1994PLC076858**

Regd Office: 907-908, Dev Plaza, Opp. Andheri Fire Station, S. V. Road, Andheri – West,  
Mumbai – 400058.

Tel.: +91-22-67424815, Website: [www.mahacorp.in](http://www.mahacorp.in) E-mail Id: [mcl@visagar.com](mailto:mcl@visagar.com)

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Management and Administration) Rules, 2014]

Name of the Member(s) : \_\_\_\_\_  
Registered Address : \_\_\_\_\_  
Email ID : \_\_\_\_\_  
Folio No./Client ID/DP ID : \_\_\_\_\_

I/We, being the member(s) of \_\_\_\_\_ shares of the above named Company,  
hereby appoint:

Name: \_\_\_\_\_ Address : \_\_\_\_\_  
\_\_\_\_\_

Email ID: \_\_\_\_\_ Signature: \_\_\_\_\_  
\_\_\_\_\_ or failing him

Name: \_\_\_\_\_ Address : \_\_\_\_\_  
\_\_\_\_\_

Email ID: \_\_\_\_\_ Signature: \_\_\_\_\_  
\_\_\_\_\_ or failing him

Name: \_\_\_\_\_ Address : \_\_\_\_\_  
\_\_\_\_\_

Email ID: \_\_\_\_\_ Signature: \_\_\_\_\_  
\_\_\_\_\_

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as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Extra-Ordinary General Meeting** of the Company held on **Saturday, January 29, 2022 at 12:00 Noon at B-13, 4<sup>th</sup> Floor, Shree Siddhivinayak Plaza, Plot No. B-31, Off New Link Road, Andheri (West), Mumbai-400053** and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business	Special Business
	<ol style="list-style-type: none"><li>1. To insert Additional Business Activity in Main Object Clause of the Memorandum of Association (MOA).</li><li>2. To increase in Authorized Share Capital of the Company and consequential amendment in Memorandum of Association of the Company.</li><li>3. To consider Raising of funds through Right Issue.</li></ol>

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2022.

\_\_\_\_\_  
Signature of Shareholder

\_\_\_\_\_  
Signature of the proxy (holders)

**Notes:**

1. This form, in order to be effective, should be duly completed, stamped, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
2. Notwithstanding the above the Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.