Regd. Off: Plot No. 1A, Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva

Bhavnagar, Gujarat - 364290

M: 98989 08652

**Email**: mehtahousingfinanceltd@gmail.com

**CIN**: L15100GJ1993PLC020699

Website: www.mehtahousing.com

Date: 04.12.2024

To, General Manager, The Department of Corporate Services - CRD, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

Dear Sir/Madam,

### Scrip Code: 511740

### Sub: Intimation regarding dispatch of Postal Ballot Notice - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

Pursuant to Regulation 30 of SEBI Listing Regulations, we hereby submit that the Postal Ballot Notice dated November 28, 2024 ('Notice') along with the explanatory statement has being sent to the shareholders of the Company for seeking their approval in relation to the following resolutions:

Sr. No.	Resolution	Type of Resolution
1	Change in name of the Company	Special Resolution
2	Alteration in the Memorandum of Association and the Articles of Association of the Company	Special Resolution

In accordance with applicable laws and circulars issued by Ministry of Corporate Affairs, the said Notice has been sent by e-mail only to those eligible Members who have already registered their email address with the Depositories / their depository participant / the Company's Registrar and Share Transfer Agents i.e. M/s Purva Sharegistry (India) Pvt. Ltd./the Company as on the Cut-off date i.e. Friday, November 29, 2024.

The said Notice will also be made available on the website of the Company i.e. on www.mehtahousing.com, the relevant section of the website of BSE Limited ("BSE") i.e on www.bseindia.com, stock exchange on which the Equity Shares of the Company are listed and on the website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

The Company has engaged NSDL for facilitating remote e-voting to enable the members to cast their votes electronically. The e-voting period will commence from Friday, December 6, 2024, IST at 9.00 a.m. and end on Saturday, January 4, 2025, IST at 5.00 p.m. The e-voting module shall be disabled thereafter.

Request you to take the same on record.

Thanking you.

Yours faithfully,

### For Mehta Housing Finance Limited

Khyati Gandhi **Company Secretary & Compliance Officer** Membership No.: A62422

Encl.: Postal Ballot Notice

Regd. Off: Plot No. 1A, Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva<br/>Bhavnagar, Gujarat - 364290CIN: L15100GJ1993PLC020699M: 98989 08652Email: mehtahousingfinanceltd@gmail.comWebsite: www.mehtahousing.com

### Notice of Postal Ballot

### (Pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014

Notice is hereby given to the Members of Mehta Housing Finance Limited ("the Company"), pursuant to Sections 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time ("Management and Administration Rules"), the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") from time to time (hereinafter collectively referred to as the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") read with the Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155, dated November 11, 2024 and Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circulars") and other applicable provisions of the Act, Listing Regulations, rules, circulars and notifications issued thereunder (including any statutory modification(s), clarification(s), substitution(s) or reenactment(s) thereof for the time being in force), that the resolutions as set out in this Notice is proposed for approval of the members of the Company for passing as Special Resolution by means of postal ballot, by voting through electronic means only ("remote e-voting").

As per the MCA and SEBI Circulars, the Company is sending Postal Ballot Notice along with evoting instructions (the "Notice") only by way of e-mail to all its members who have registered their email addresses with the Company or depository(ies)/ depository participants and the communication of assent / dissent of the members on the resolutions proposed in the Notice will only take place through the remote e-voting system. This Notice is accordingly being issued to the members in compliance with the said MCA and SEBI Circulars. A detailed explanatory statement setting out the material facts concerning the resolutions and instructions for remote e-voting are also annexed to this Notice for your consideration.

### **SPECIAL BUSINESS:**

### 1. Change in name of the Company:

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

"**RESOLVED THAT** pursuant to the provisions of sections 4, 13, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013 ("the **Act**"), read with rule 29 of the Companies (Incorporation) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, any other applicable law(s), regulation(s), rule(s) or guideline(s), the provisions of the Memorandum of Association and the Articles of Association of the Company and

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regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the **Listing Regulations**") and subject to the approval of the Registrar of Companies ("the **ROC**") and other regulatory authorities, as may be applicable, consent of the members of the Company be and is hereby accorded to change the name of the Company from "**MEHTA HOUSING FINANCE LIMITED**" to "**RUPAREL FOOD PRODUCTS LIMITED**".

**RESOLVED FURTHER THAT** the Board of Directors ("the **Board**") be and is hereby authorized to delegate the powers to any officer of the Company to file all the necessary forms and / or returns and make an application in Form No. INC-24 and / or any other e-form to the ROC and / or to Central Government and / or Statutory Authorities and to do all such other acts, things and deeds as may be necessary and incidental thereto, to give effect to this resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate the powers to any officer of the Company to file the necessary forms and returns with the ROC and make an application to the stock exchange, where the equity shares of the Company are listed and other statutory authorities to do all such acts, deeds, things and matters as may be necessary to give effect to the change in name of the Company."

### 2. <u>Alteration in the Memorandum of Association and the Articles of Association of the</u> <u>Company:</u>

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

**"RESOLVED THAT** pursuant to the provisions of section 13(2), and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Companies (Incorporation) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, any other applicable law(s), regulation(s), rule(s) or guideline(s), upon receipt of a fresh certificate of incorporation from Registrar of Companies, the Name Clause I of the Memorandum of Association of the Company be substituted by the following clause and / or be altered by:

### I. The name of the Company is **RUPAREL FOOD PRODUCTS LIMITED.**

**RESOLVED FURTHER THAT** in terms of section 14 of the Act and other applicable provisions of the Act, if any, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with **RUPAREL FOOD PRODUCTS LIMITED** upon approval of the same by Registrar of Companies.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors ("the Board") be and is hereby authorized to delegate the powers to any officer of the Company to file all the necessary forms and / or returns and / or any other e-form to the Registrar of Companies and / or to Central Government and / or to Statutory Authorities for the approval as above and to do all such other acts, things, deeds and matters as may be necessary and incidental thereto, to give effect to this resolution."

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### NOTES:

- 1. The Explanatory Statements and reasons for the proposed Resolutions pursuant to Section 102 read with Section 110 of the Act setting out material facts are appended herein below.
- 2. The Company has appointed Ms. Pinky Shethia (ACS 29237: COP 17344), Practicing Company Secretary, to act as a Scrutinizer, to conduct the Postal Ballot process, in a fair and transparent manner.
- 3. In compliance with the MCA Circulars, the Notice is being sent by electronic mode alone to those Members whose names appear in the Register of Members / List of Beneficial Owners maintained by the Company/Depositories as on cut-off date i.e. Friday, November 29, 2024, and whose e-mail IDs are registered with the Company / Depositories. For Members who have not registered their e-mail IDs, please reach out to Registrar and Share Transfer Agent (RTA), details of which are given in the below point no. 4.
- Members are requested to address all correspondence to the Registrar and Share Transfer Agent (RTA), M/s. Purva Sharegistry (India) Pvt. Ltd, Unit no. 9, Shiv Shakti Industrial Estate. J.R. Boricha marg, Opp. Kasturba Hospital Lane, Lower Parel (East), Mumbai 400-011. Contact No. (022) 23016761/8261 E-mail ID: <u>evoting@purvashare.com</u> /<u>support@purvashare.com</u>.
- Members whose shareholding is in the electronic mode are requested to direct change of correspondence address, e-mail id and updates of savings bank account details to their respective Depository Participant(s).
- 6. As per the MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
- 7. In compliance with the provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Management and Administration Rules, the Company is pleased to offer e-voting facility to all the Members of the Company. For this purpose, the Company has availed the services of National Securities Depository Participant (NSDL).
- 8. Members may please note that the Postal Ballot Notice will also be available on the Company's website at <u>www.mehtahousing.com</u> websites of the Stock Exchange i.e. BSE Limited (BSE) at <u>www.bseindia.com</u> and on the website of NSDL at <u>www.evoting.nsdl.com</u>.
- 9. All the material documents referred in the Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent on at <u>mehtahousingfinanceltd@gmail.com</u>.

Members who require communication in physical form in addition to e- communication, or have any other queries, may write to us at: <u>mehtahousingfinanceltd@gmail.com</u>.

 The Notice is being sent to all the Members, whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on Friday, November 29, 2024 ("Cut-off Date"). The Members, whose names appear in the Register of Members /

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- list of Beneficial Owners as on Friday, November 29, 2024, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice of Postal Ballot for information purposes only.
- 11. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, November 29, 2024, being the cut-off date fixed for the purpose.
- 12. The voting period will commence from Friday, December 6, 2024, IST at 9.00 a.m. and end on Saturday, January 4, 2025, IST at 5.00 p.m. The e-voting module shall be disabled thereafter.
- 13. The Scrutinizer will submit his report to the Chairman/ Managing Director after completion of the scrutiny and the results of the e-voting by Postal Ballot will be announced on or before Monday, January 6, 2025, at the Registered office of the Company at Plot No 1A Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva Bhavnagar 364290, India. The Resolutions, if passed by requisite majority shall be deemed to have been passed on Saturday, January 4, 2025, being the last date specified by the Company for e-voting.

The declared results along with the report of the scrutinizer shall be forwarded to Stock Exchange i.e. BSE Limited (BSE) at <u>www.bseindia.com</u> and shall be uploaded on the website of the Company i.e. <u>www.mehtahousing.com</u> and on the website of NSDL at <u>www.evoting.nsdl.com</u>.

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

### 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	1. Existing <b>IDeAS</b> user can visit the e-Services website of
holding securities in demat	NSDL Viz. https://eservices.nsdl.com either on a Personal
mode with NSDL.	Computer or on a mobile. On the e-Services home page

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Email: <u>mehtahousingfinance</u>	Itd@gmail.com Website: <u>www.mehtahousing.com</u>
	click on the "Beneficial Owner" icon under "Login"
	which is available under <b>'IDeAS'</b> 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 the e-Voting page. Click on the company name or e-
	Voting service provider i.e. NSDL and you will be re-
	directed to the 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: <u>https://www.evoting.nsdl.com/</u>
	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 " <b>NSDL Speede</b> " facility by scanning the QR code
	mentioned below for seamless voting experience.
	NSDL Mobile App is available on
	📫 App Store 🛛 🕨 Google Play
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 Individual Shareholders
 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi

mode with CDSL	option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.	
	2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.	
	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <u>www.cdslindia.com</u> and click on login & New System Myeasi Tab and then click on registration option.	
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <u>www.cdslindia.com</u> 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.	
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. 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.

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**Email**: <u>mehtahousingfinanceltd@gmail.com</u> **Website**: <u>www.mehtahousing.com</u>

**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.

## <u>Helpdesk for Individual Shareholders holding securities in demat mode for any</u> 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 <u>evoting@nsdl.com</u> or call at 022 - 4886 7000	
Individual Shareholders holding securities in demat mode with	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at	
CDSL	helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911	

## 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?

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <u>https://www.evoting.nsdl.com/</u> 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 <u>https://eservices.nsdl.com/</u> 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	8 Character DP ID followed by 8 Digit
demat account with NSDL.	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	16 Digit Beneficiary ID
demat account with CDSL.	For example, if your Beneficiary ID is
	12************* then your user ID is

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				12*****
c) For Physical	holding	shares	in	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 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'?
  - If your email ID is registered in your demat account or with the company, (i) 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'.
  - If your email ID is not registered, please follow steps mentioned below in (ii) 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.com 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.

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### Step 2: 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.
- 3. Now you are ready for e-Voting as the Voting page opens.
- 4. 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.
- 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7. 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 <u>cspinkys@gmail.com</u> with a copy marked to <u>evoting@nsdl.com</u>. 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.
- 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 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 <u>www.evoting.nsdl.com</u> or call on : 022 4886 7000 or send a request to Mr. Hardikkumar Thakkar at HardikkumarT@nsdl.com or evoting@nsdl.com.

### MEHTA HOUSING FINANCE LIMITED Regd. Off: Plot No. 1A, Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva Bhavnagar, Gujarat - 364290 CIN: L15100GJ1993PLC020699 M: 98989 08652 Email: mehtahousingfinanceltd@gmail.com Website: www.mehtahousing.com

# 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:

- 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 mehtahousingfinanceltd@gmail.com.
- 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 <u>mehtahousingfinanceltd@gmail.com</u>. 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. <u>Login method for e-Voting for Individual shareholders holding securities in demat mode</u>.
- 3. Alternatively, shareholder/members may send a request to <u>evoting@nsdl.com</u> for procuring user id and password for e-voting by providing above mentioned documents.
- 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.

By order of Board For Mehta Housing Finance Limited

Khyati Gandhi Company Secretary & Compliance Officer Membership No.: ACS 62422

Registered Office: Plot No 1A Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva Bhavnagar 364290.

Place: Mumbai Date: November 28, 2024

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 Explanatory Statement pursuant to section 102 of the Companies Act, 2013

The following statement sets out all material facts relating to the specia

The following statement sets out all material facts relating to the special businesses under Item Nos. 1 and 2 of the accompanying Notice.

### Item Nos. 1 and 2:

The members must be aware, consequent to takeover of the Company vide open offer in terms of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, ("SAST Regulations") by Mr. Pankaj Ruparel and his family members, the management of the Company underwent a complete change, and new Directors were appointed to manage the affairs of the Company.

The Company has also changed the object clause of the company as stated in clause III of Memorandum of Association as below:

"To carry on in India or elsewhere the business to manufacture, produce, process, prepare, disinfect, fermentate, compound, mix, clean, wash, concentrate, crush, expel, mill, grind, segregate, pack, repack, add, remove, heat, grade, preserve, freeze, distillate, boil, sterilize, improve, extract, refine, buy, sell, resale, deal, import, export, barter, transport, store, forward, distribute, dispose, develop, handle, manipulate, market, supply and to act as agent, broker, representative, consultant, collaborator, adatia, stockists, liasioner, middlemen, export house, jobworker or otherwise to deal in all types, descriptions, tastes, uses and packs of nutrition food, consumer food items, fruits, agro based material like cereal, legumes, grains, and all kinds of food activities, chilly, coriander, turmeric, spices, garam masalas, thereby products ingredients, derivatives, residues, including foods and vegetables, packed foods, drinks, beverages, juices, jams, jelly, sauces, pickles, sausages, syrupes, sarbats, flavoured drinks and diet drinks, extruded foods, frozen foods, fast foods, cream, cheese, ghee, butter, biscuits, breads, bun, cakes, pastries, confectionery, sweets, chocolates, toffees, breakfast foods, protein foods, dietic products, bakery products, milk foods, strained baby foods, cereal products, table delicacies whether natural, artificial or synthetic of a character similar or analogous to the foregoing or connected therewith."

Accordingly, it would be prudent to change the name of the Company in order to align the same with the altered object clause of the Company as well as to make the Company more visible in the market which will help all the stakeholders to recognize such change.

In this regard, Board of Directors ("the Board") by passing resolution dated May 24, 2024, has, subject to the approval of the members of the Company by way of special resolution and approvals of requisite statutory, regulatory or governmental authorities, as may be required under applicable laws, approved the change in name of the Company from "MEHTA HOUSING FINANCE LIMITED" to "RUPAREL FOOD PRODUCTS LIMITED" or "RUPAREL LIMITED" or any other name as may be made available by Central Registration Centre-Ministry of Corporate Affairs (CRC-MCA) for the purpose of change of name.

The word 'Ruparel' belongs to the Promoters which will be convenient for the Company to cater easily with the vendors and customers in Indian as well as foreign markets. The Company has also received no objection from the existing Company i.e. Ruparel Foods

**Regd. Off**: Plot No. 1A, Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva Bhavnagar, Gujarat - 364290

**CIN**: L15100GJ1993PLC020699 **M**: 98989 08652

**Email**: <u>mehtahousingfinanceltd@gmail.com</u> **Website**: <u>www.mehtahousing.com</u>

Private Limited for using the word 'Ruparel' or 'Ruparel Foods' vide their letter and Board Resolution dated May 16, 2024.

Pursuant to the application made by the Company upon for reservation of name, the Central Registration Centre, Ministry of Corporate Affairs, vide its approval letter dated November 14, 2024, has made available the proposed name i.e. "RUPAREL FOOD PRODUCTS LIMITED" for registration, which is valid for sixty days.

As a result of the change in the name, Memorandum and Articles of Association are also required to be suitably amended which is duly approved by the Board of Directors by passing resolution dated November 28, 2024.

The proposed change in name of the Company would not result in a change of the legal status or constitution or operations or activities of the Company, nor would it affect any rights or obligations of the Company or the Members / stakeholders.

The Company has complied with Regulation 45(1) of SEBI (Listing Obligations and Disclosure) Requirements, 2015, to the extent they are applicable and has also obtained a certificate from a Practicing Chartered Accountant in respect of the same, copy of which is annexed herewith as **Annexure A**.

A copy of the letter of reservation of proposed name as well as the aforesaid certificate from Practising Chartered Accountant will be available for inspection during the period from 10 a.m. to 6 p.m. on every working day except Saturdays and Sundays and holidays till January 4, 2025.

The Board of Directors recommend and seek approval of the members by way of Special Resolution through Postal Ballot through remote e-voting to the resolutions as appearing in item no. 1 and 2 of the accompanying Postal Ballot Notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolutions Nos. 1 and 2 as set out in the Notice.

### By order of Board For Mehta Housing Finance Limited

### Khyati Gandhi Company Secretary & Compliance Officer Membership No.: ACS 62422

Registered Office: Plot No 1A Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva Bhavnagar 364290. Place: Mumbai Date: November 28, 2024

Regd. Off: Plot No. 1A, Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva<br/>Bhavnagar, Gujarat - 364290CIN: L15100GJ1993PLC020699M: 98989 08652Email: mehtahousingfinanceltd@gmail.comWebsite: www.mehtahousing.com

### **ANNEXURE-A**

Certificate of Chartered Accountant certifying compliance of regulation 45(1) of the Listing Regulations

## Yash Ghuntla And Company Chartered Accountants

### Mobile Number: +91-9029958585 Email: yashghuntla@gmail.com

To, The Board of Directors, Mehta Housing Finance Limited, Plot No. 1A, Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva Bhavnagar, Gujarat – 364290.

#### Subject: Certificate under Regulation 45 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

I have examined the relevant records of the company and the information provided by the management of the company in relation to issue of certificate with the conditions mentioned under Sub Regulation [1] Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 with reference to the application for the approval regarding the change of name of the company of N/s Mehta Housing Finance Limited.

Based on my examination of records and according to the information and explanation given to me, pursuant to the requirements of provision of Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, I do hereby confirm that

- a) Time period of at least one year has elapsed from the last name change
- b) At least fifty percent of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name
- c) the amount invested in the new activity/project is at least fifty percent, of the assets of the listed entity;

#### For Yash Ghuntla and Company Chartered Accountants

Septement ( And and a

### CA Yash Ghuntla Proprietor ICAI Firm Registration No. 146892W Place: Mumbai UDIN: 241825968KDGJH1776

Membership Number - 182595

Date: 20.08.2024

Registered Address: B/704, Vasant Sarita, 90 Feet Road, Thakur Complex, Kandivali East, Mumbai-400101.