



MIRAJ

PIPES AND FITTINGS PRIVATE LIMITED

Registered Office : Opposite Gangotri, Badi - Thur Road, Fenyon Ka Guda, Udaipur, Rajasthan, India, PIN-313001

CIN : U25209RJ2004PTC019879

NOTICE

NOTICE is hereby given that the **15th Annual General Meeting** of the Members of **MIRAJ PIPES AND FITTINGS PRIVATE LIMITED** is scheduled to be held on **Monday, the 30th Day of September, 2019** at **11:00 A.M.** at Ground Floor, Opposite Gangotri, Badi-Thur Road, Fenyon Ka Guda, Udaipur, Rajasthan, India, PIN-313001 to transact the following business:-

ORDINARY BUSINESS:

1. ADOPTION OF FINANCIAL STATEMENTS TOGETHER WITH REPORT OF THE BOARD OF DIRECTORS AND AUDITORS:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the reports of the Board of Directors and the Auditors thereon.

SPECIAL BUSINESS:

2. RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITORS FOR THE FINANCIAL YEAR 2019-2020.

To consider, and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to section 148 (3) of the Companies Act, 2013 and rule 4 of the Companies (Cost records and Audit) Rules, 2014 dated 31.12.14, M/s. K. G. GOYAL & ASSOCIATES, Cost Accountants (Firm Registration No.000024) be and are hereby appointed as the Cost Auditors of the company to conduct audit of cost records made and maintained by the company pertaining to manufactured goods as specified at Table B of Companies (Cost Records and Audit) Rules, 2014 dated 31st December, 2014 for the financial year commencing on 1st April, 2019 and ending on 31st March, 2020 at a remuneration of Rs. 40,000/- (Rupees Forty Thousand only) plus out of pocket if any subject to be ratified by the members of the company at ensuing Annual General meeting."

"RESOLVED FURTHER THAT the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to submit the necessary intimation in E-Form CRA-2 to the Central Government for appointment of Cost Auditors by the Company and to do all such other acts as may be necessary to give effect to the above resolution."



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3. APPOINTMENT OF DIRECTOR:

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

“**RESOLVED THAT** pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013, (if any) and rules made there under, Mr. Pradeep Sadanand Kolaskar (DIN: 08318509) who was appointed as an additional director of the Company by the Board at its meeting held on 02nd January, 2019 in terms of Section 161 of the Companies Act, 2013 and Article 64 of Articles of Association of the company (“AOA”) to hold the office up to conclusion of this Annual General Meeting and in respect of whom a notice in writing under Section 160 of the Companies Act, 2013 have been received from a member proposing his candidature for the office of the Director, be and is hereby appointed as a Director of the Company.”

By Order of the Board of Directors
For **Miraj Pipes and Fittings Private Limited**

Sd/-

Name: **Pushpendra Jain**

Designation: **Director**

DIN : **03228950**

Address: **87, Dhan Mandi Road,
Lakhara Chowk,
Udaipur, Rajasthan,
India, PIN- 313001**

Date: 26th August, 2019

Place: Udaipur



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DETAILS OF DIRECTORS SEEKING APPOINTMENT OR RE-APPOINTMENT AND / OR FIXATION OF REMUNERATION AS REQUIRED UNDER SECRETARIAL STANDARD-2

Name of Director	Mr. Pradeep Sadanand Kolaskar
DIN	08318509
Date of Birth	08/01/1958
Nationality	Indian
Qualifications	Graduate
Expertise in specific Functional Areas	Having vast practical experience of more than 35 years.
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	Regularization / Appointment as a Director of the Company. Remuneration is being proposed / sought to be paid on appointment of Rs. 2,26,500/- per month.
The remuneration last drawn (March, 2019)	2,26,500/-
Date of first appointment on the Board	02/01/2019
Shareholding in the Company	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
The number of Meetings of the Board attended during the financial year 2018-19	02 (Two)
Other Directorships, Membership/ Chairmanship of Committees of other Boards	None



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NOTES:

1. EXPLANATORY STATEMENT:

The Explanatory Statement pursuant to sub-section (1) of section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto and forms part of the Notice.

2. PROXY:

A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member. The instrument appointing proxy must be deposited at the registered office of the Company not less than 48 hours before the time of holding the meeting.

3. NOTIFICATION BY SHAREHOLDERS:

Shareholders are requested to notify change of address, bank particulars, NECS particulars etc., if any, immediately at the registered office of the company in writing.

4. INSPECTION OF RECORDS:

Register of Contracts or arrangement in which Directors are interested as stipulated under Section 189 of the Companies Act, 2013 and Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 are open for inspection by members and others at the registered office of the company on all working days during business hours i.e. from 9:00 A.M. to 6:00 P.M. The said Registers shall also be produced at the commencement of Annual General Meeting and shall remain open and accessible during the continuance of the meeting to a person having the right to attend the meeting.

All documents referred to in the Notice are available for inspection of the members at the Company's registered office on all working days during business hours i.e. from 9:00 A.M. to 6:00 P.M. and shall also be placed in the ensuing AGM for the purpose of verification by members.

5. GREEN INITIATIVE IN CORPORATE GOVERNANCE:

In terms of provisions of Section 101 and 136 of the Companies Act, 2013 and Rules made thereunder, Shareholders who have opted to receive the Notice convening the general meetings, Financial Statements, Director's Report, Auditors' Report etc. in electronic form, by registering their e-mail addresses with the Company, are being sent with such documents in the electronic form. As a Shareholder of the Company; you are entitled to be furnished, free of cost, with the copies of such documents upon receipt of requisition from you to that effect.



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6. REGISTRATION OF E-MAIL ADDRESS:

Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Notices, Circulars etc. from the company electronically.

7. CORPORATE MEMBERS:

Corporate Members are requested to send in advance, duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend the Annual General Meeting.

8. ATTENDANCE SLIP:

Members/ proxies/ authorized representative should bring and furnish the duly filled Attendance slip (copy enclosed herewith) along with a valid identity proof such as the PAN Card / Passport / AADHAR Card / Driving License and tender at the registration counters at the venue of the Annual General Meeting and seek registration before entering the meeting hall.

9. Members are requested to bring their copy of Notice with them at the Annual General Meeting as no extra copies of notice will be distributed at the meeting venue.

10. Route Map showing directions to reach to the venue of the AGM is given at the end of this Annual Report.

By Order of the Board of Directors
For **Miraj Pipes and Fittings Private Limited**

Sd/-

Name: **Pushendra Jain**

Designation: **Director**

DIN : **03228950**

Address: **87, Dhan Mandi Road,
Lakhara Chowk,
Udaipur, Rajasthan,
India, PIN- 313001**

Date: 26th August, 2019

Place: Udaipur



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EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013 ("the Act"), the following explanatory statement sets out all material facts relating to the business mentioned under item No. 2 and 3 of the accompanying Notice:

Item No. 2:

The Board of Directors of the Company approved the appointment and remuneration of M/s. K. G. GOYAL & ASSOCIATES, Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2020.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year ending March 31, 2020, as set out in the Resolution for the aforesaid services to be rendered by them.

None of the Directors of the Company or their relatives is concerned or interested, financial or otherwise, in the said resolution.

Item No. 3:

Mr. Pradeep Sadanand Kolaskar (DIN: 08318509), was appointed as an additional director of the Company by the Board of Directors w.e.f. 02nd January 2019 and who holds office up to the conclusion of ensuing Annual General Meeting and in respect of whom the Company has received notice in writing from a member proposing his candidature for the office of Director of the Company.

The resolution(s) seeks the approval of members for the appointment of Mr. Pradeep Sadanand Kolaskar (DIN: 08318509) as Director of the Company. The Board recommends the resolution set forth in Item no. 3 for the approval of the members.

None of the Directors of the Company or their relatives is concerned or interested, financial or otherwise, in the said resolution.

By Order of the Board of Directors
For **Miraj Pipes and Fittings Private Limited**

Sd/-

Name: **Pushendra Jain**
Designation: **Director**
DIN : **03228950**

Date: 26th August, 2019
Place: Udaipur

Address: **87, Dhan Mandi Road, Lakhara Chowk,
Udaipur, Rajasthan, India, PIN- 313001**



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ATTENDANCE SLIP

CIN:	U25209RJ2004PTC019879
Name of the Company:	Miraj Pipes And Fittings Private Limited
Registered Office:	Opposite Gangotri, Badi –Thur Road, Fenyon Ka Guda, Udaipur, Rajasthan, India, Pin –313001

15th Annual General Meeting – 30th September, 2019

Folio No.	
No. of shares held	

I certify that I am a member / proxy / authorised representative for the member of the Company.

I hereby record my presence at the **15th Annual General Meeting** of the Company on **Monday, the 30th Day of September, 2019** at **11:00 A.M.** at Ground Floor, Opposite Gangotri, Badi- Thur Road, Fenyon Ka Guda, Udaipur, Rajasthan, India, PIN-313001.

.....
Name of Member / Proxy
(in BLOCK letter)

.....
Signature of Member / Proxy

NOTE: Please fill up this attendance slip and hand it over at the entrance of meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.



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Form No. MGT-11

Proxy form

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

CIN:	U25209RJ2004PTC019879
Name of the Company:	Miraj Pipes And Fittings Private Limited
Registered Office:	Opposite Gangotri, Bad –Thur Road, Fenyon Ka Guda, Udaipur, Rajasthan, India, PIN–313001
Name of the member(s):	
Registered address:	
E-mail Id:	
Folio No.	

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

1.	Name			
	Address			
	E-mail id		Signature	
	Or failing him			
2.	Name			
	Address			
	E-mail id		Signature	
	Or failing him			
3.	Name			
	Address			
	E-mail id		Signature	

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **15th Annual General Meeting** of the Company on **Monday, the 30th Day of September, 2019 at 11:00 A.M.** at Ground Floor, Opposite Gangotri, Badi - Thur Road, Fenyon Ka Guda, Udaipur,



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Rajasthan, India, PIN-313001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description of Resolutions	For	Against
Ordinary Business:			
1.	Adoption of Financial Statements together with Report of the Board of Directors and Auditors		
Special Business			
2.	Ratification of Remuneration payable to Cost Auditors for the Financial Year 2019-2020		
3.	Appointment of Director		

Signed this.....day of.....2019

Affix
Revenue
Stamp

.....
Signature of Member

.....
Signature of Proxy holder(s)

Notes:

1. This form of proxy, in order to be effective should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
2. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

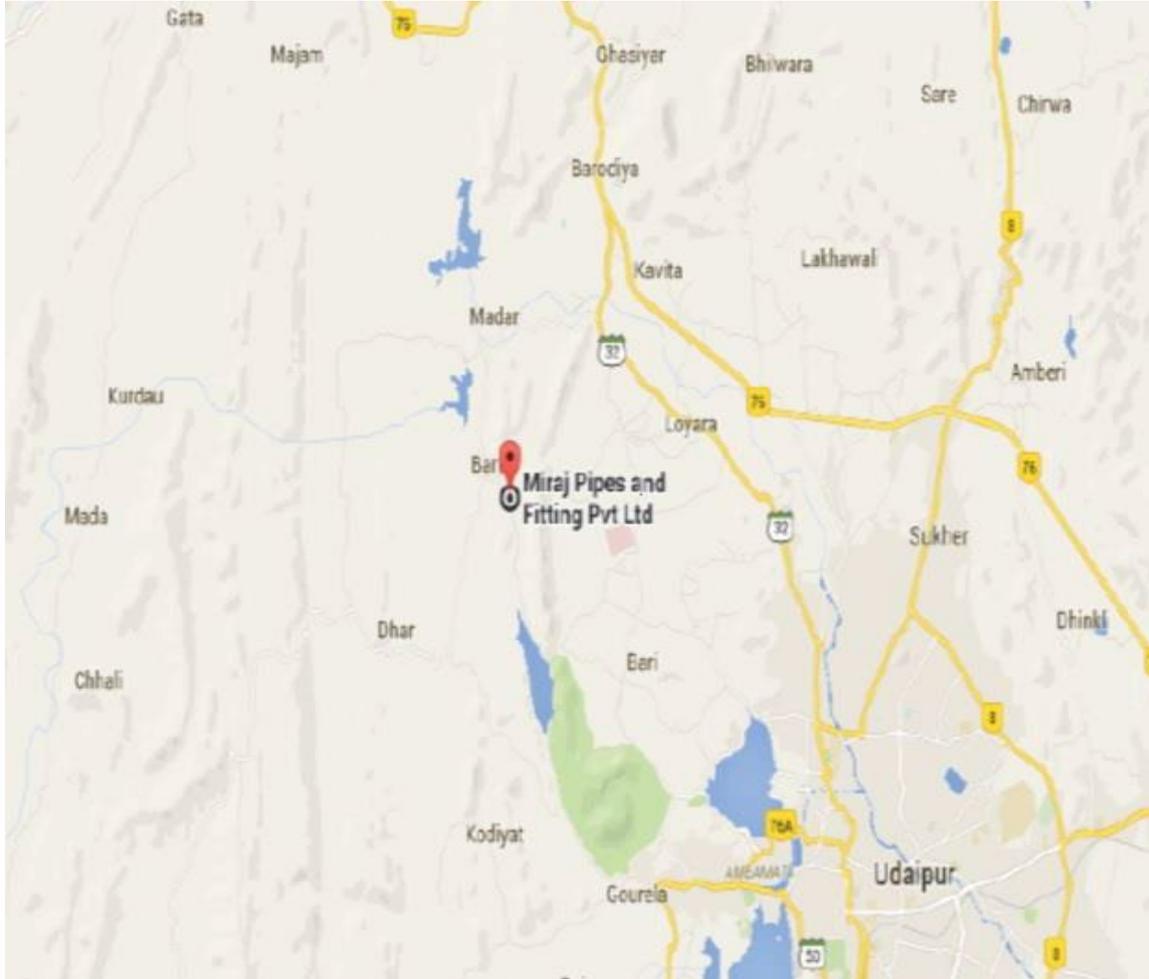


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Route map of the venue of the 15th Annual General Meeting of Miraj Pipes And Fittings Private Limited



Miraj Pipes And Fittings Private Limited
Opposite Gangotri, Badi-Thur Road, Fenyon Ka Guda,
Udaipur, Rajasthan, India, PIN-13001

If undelivered,
Please return to Registered Office of the Company at:
Miraj Pipes And Fittings Private Limited
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Udaipur, Rajasthan, India, PIN-313001