

MONIND LIMITED

Registered Office: Block-7, Room No. 78, Deen Dayal Awas, Kabir Nagar,
Raipur – 492099(Chhattisgarh)

Corp. Office: Monnet House, 11, Masjid Moth, Greater Kailash-II, New Delhi-110048 (India)

Ph.: 877-0344104; **Email:** isc_mind@monnetgroup.com ;

Website: www.monnetgroup.com; **CIN:** L51103CT1982PLC009717

NOTICE

NOTICE is hereby given that the class meeting of the Preference shareholders of **Monind Limited** (The “Company”) will be held on Tuesday, 07th February, 2023 at 01.00 P.M. at the Corporate office of the Company at 11, Monnet House, Masjid Moth, Greater Kailash-II, New Delhi-110048 to transact the following business: —

SPECIAL BUSINESS

1. TO CONSIDER EXTENSION OF REDEMPTION PERIOD OF 10% NON-CUMULATIVE, NON-CONVERTIBLE REDEEMABLE PREFERENCE SHARES

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

“**RESOLVED THAT** pursuant to Sections 48, 55 of the Companies Act, 2013 , corresponding rules thereof and other applicable provisions of the Companies Act, (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, and as per the SEBI regulations and subject to such approvals, consents, sanctions and permissions of appropriate authorities, departments and bodies as may be required, consent of the Equity Shareholders be and is hereby accorded for variation in the term of 15,00,000 preference Shares to the extent as mentioned below:

Extension of the Period of Redemption of Preference shares by a period of Eleven years as mentioned in the following manner :

1. Adding put and call option, exercisable after five years.

Particular of Preference Shares	Date of Allotment	Original date of redemption	Extended Date of redemption
15,00,000, 10% Non-Cumulative, Non-Convertible Redeemable Preference shares of Rs. 100/- each fully paid up	31.03.2014	30.03.2023	30.03.2034

RESOLVED FURTHER THAT Directors of the Company be and is hereby authorized severally to take all actions as may be necessary, proper, expedient and to do all such acts, deeds, matters and things in connection therewith and incidental thereto.”

By order of the Board of Directors
MONIND LIMITED

SD/-
(Priya)
Company Secretary
(M.No. A43972)


Date : 05.01.2023
Place : New Delhi

NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. PROXY//PROXIES IN ORDER TO BE EFFECTIVE MUST REACH AT THE REGD. OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
THE INSTRUMENT APPOINTING THE PROXY/ PROXIES SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY-EIGHT (48) HOURS BEFORE COMMENCEMENT OF THE AGM.**
2. A person can act as a proxy on behalf of members not exceeding fifty 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 person or shareholder.
3. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 & all other statutory registers will be available for inspection by members at the AGM.
4. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting are requested to send duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Meeting.
5. Members are requested to intimate to the Company immediately change of address, if any, at the registered office of the company.
6. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices and Circulars etc. from the Company electronically.
7. Members seeking any information with regard to the accounts at the time of the meeting are requested to write to the Company at least 10 (ten) days before the date of the meeting so as to enable the management to keep the relevant information ready.
8. The documents referred to in the accompanying notice are open for inspection at the registered office of the Company, Head Office as well as Corporate Office of the Company during working hours on any working day except Sunday and holidays between 11.00 a.m. to 5.00 p.m. up to the date of Annual General Meeting.
9. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
10. The route map to the AGM along with along with the prominent location is also enclosed herewith the notice.
11. The Attendance Slip along with the Proxy Form is also annexed herewith.

Sent Mail - priya@... x | Inbox (39,930) - pri... x | Inbox (2,848) - isc... x | Ministry Of Corpor... x | Microsoft Word - N... x | Monnet Ispat and E... x

google.com/maps/place/Monnet+Ispat+and+Energy+Limited/@28.537743,77.2366105,17z/data=!3m1!4b1!4m5!3m4!1s0x390ce2305eaa... | Restaurants | Hotels | Things to do | Transit | Parking | Pharmacies



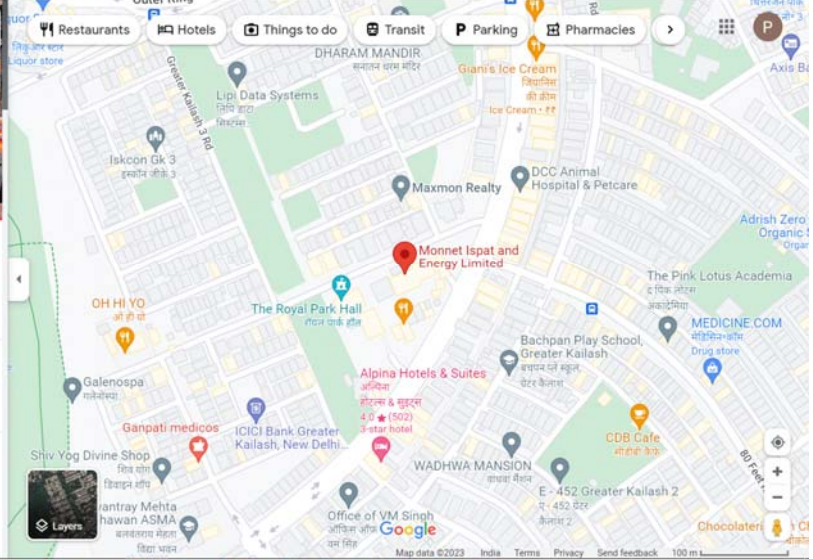
Monnet Ispat and Energy Limited

मोनेट इस्पात एंड एनर्जी लिमिटेड
3.9 ★★★★★ 11 reviews
Manufacturer

Directions Save Nearby Send to phone Share

11, Monnet House, Masjid Moth, Greater Kailash, New Delhi, Delhi 110048
Located in: Masjid Moth Commercial Complex

monnetaroup.com



11°C | 16:15 | 16/01/2023

EXPLANATORY STATEMENT

(PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013)

IN RESPECT OF SPECIAL BUSINESS MENTIONED UNDER ITEM NO. 1, OF THE ACCOMPANYING NOTICE

The Company had issued 15,00,000 (Fifteen Lakh) 10% Non-Cumulative, Non-Convertible Redeemable Preference shares of Rs. 100/- (Rupee Hundred Only) dated 31st March 2014 for a period of 9 years, which will be due for redemption on 30th March 2022.

There has been no business in the Company for the last few years as such there is practically no cash flow to meet any upcoming liabilities. It is proposed to restructure the Balance sheet to make it healthier and eligible to restart the business either looking at fresh option or aligning with some other existing business. Any such idea once frozen will be put to the shareholders separately. In the meantime the restructuring of the Balance sheet will involve giving right of conversion to the companies which have extended loan to us, the details of which is given at item no 3, 4 and 5 of the notice and also defer the obligation of redemption of preference shareholders due in March 2023 to March 2030 with put and call option exercisable after five years after 31st March, 2028.

Pursuant to section 48 of the Companies Act, 2013 and other applicable provisions, if any, since the share capital of the Company divided into different classes of shares, the right attached to the shares of any class may be varied with the consent in writing of the holders of not less than three-fourths of the issued shares of that class or by means of a special resolution passed at a separate meeting of the holders of the issued shares of that class. Also, section 55 of the Companies Act, 2013 provides that redeemable preference shares can be issued for a maximum period of 20 years, therefore the meeting of the Preference shareholders is scheduled to be held on 07th February, 2023 at 12:00 P.M before the Extra ordinary general meeting for variation in their right to the extent that the tenure of redemption shall be extended for Eleven years from due date of redemption as mentioned above.

The above said variation consented by the Preference shareholders, should also be consented by the Equity Shareholders, Accordingly consent of the Equity Shareholders of the Company is hereby sought by way of Special Resolution as set out at item no-1, of the Notice convening the Meeting.

Accordingly, the Directors recommend the matter and the resolution set out under Item no. 1 for the approval of the Members by way of passing a Special Resolution.

Pursuant to Section 102 of the Companies Act, 2013, The Board of Directors of the Company do hereby confirm that none of its Director or Key Managerial Personnel and their immediate relatives are concerned or interested, financially or otherwise, except to their shareholding, in the aforesaid resolution.

By order of the Board of Directors
MONIND LIMITED

SD/-
(Priya)
Company Secretary
(M.No. A43972)

Date : 05.01.2023
Place : New Delhi

MONIND LIMITED

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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: L51103CT1982PLC009717

Name of the Company: MONIND LIMITED

Registered office: Block-7, Room No. 78, Deen dayal awas, Kabir Nagar Raipur, Raipur
Raipur CT 492099

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:

1. Name: _____
Address: _____
Email Id: _____
Signature: _____; or failing him

2. Name: _____
Address: _____
Email Id: _____
Signature: _____

as my/ our proxy to attend and vote (on a poll) for me/us any on my/our behalf at the Extra ordinary General Meeting of the Preference shareholders , to be held on Tuesday the 07th day of February,2023 at 01:00 P.M. at its corporate office and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. _____
2. _____
Signed this ____ day of _____, 2023

Signature of Shareholder

Signature of Proxy Holder(s)

Affix Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of this meeting

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ATTENDANCE SLIP

Extra ordinary General Meeting of Preference shareholders of MONIND LIMITED

EXTRA ORDINARY GENERAL MEETING OF PREFERENCE SHAREHOLDERS OF MONIND LIMITED TO BE HELD ON THE TUESDAY THE 07TH DAY OF FEBRUARY, 2023 AT 01:00 P.M. AT 11, MASJID MOTH, GREATER KAILASH, PART-II, NEW DELHI - 110048

Regd. Folio No: _____

No. of shares held.....

I certify that I am a registered shareholder /Proxy for the registered shareholder of the company and hereby record my presence at the Extra- ordinary General Meeting of the Company on Tuesday, 07th February, 2023 at 01:00 P.M at the Corporate Office of the Company at 11, Masjid Moth, Greater Kailash, Part-II, New Delhi - 110048.

Member's /Proxy's name

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall

