



M.R. Organisation Limited

Manufacturer, Exporter, Supplier & Importer of Air Compressor Spares

CIN No. : L29305GJ2013PLC074365

**Notice of the Extra-ordinary General Meeting
Of
M.R. Organisation Limited**

Date: 29th April, 2022

Dear Members/ Directors/ Auditor

You are cordially invited to attend the Extra-ordinary General Meeting (the 'EGM') of the members of **M.R. Organisation Limited** (the 'Company') scheduled to be held on Thursday, 2nd June, 2022, at 11.00 A.M. at Sumel-11, 401, 4th Floor, Block – D, Nr. Reliance Market, Namaste Circle, Shahibaug, Ahmedabad – 380004.

The Notice of the meeting, containing the business to be transacted, is enclosed.

Thanking You,

Place: Ahmedabad
Dated: 29th April, 2022

By Order of the Board of Directors
M.R. Organisation Limited

For M. R. ORGANISATION LIMITED

MANAGING DIRECTOR

Mayur Kamdar
Managing Director
DIN: 00369341

Enclosures:

1. Notice of the EGM alongwith Explanatory Notes
2. Attendance slip
3. Proxy form

H.O. : Sumel-11, 401, 4th Floor, Block-D, Nr. Reliance Market, Namaste Circle, Shahibaug, Ahmedabad-380004.Gujarat, India.
Phone : 91-79-29098077, 29098078 Fax : 91-79-22139242 Email : sales@mrocomparts.com

Manufacturing Unit : 83, Swaminarayan Godown, O/s. Dariyapur Gate, Dariyapur, Ahmedabad - 380 004. Gujarat, India.

Reg. Office : B/8, Capital Commercial Centre, Nr. Patang Hotel, Ashram Road, Ahmedabad-380009. Ph. 26575355

NOTICE

Notice is hereby given that Extraordinary General Meeting (EGM- 1/2022-23) of the Members of M.R. Organisation Limited, will be held Thursday, 2nd June, 2022, at 11.00 A.M. at Sumel-11, 401, 4th Floor, Block – D, Nr. Reliance Market, Namaste Circle, Shahibaug, Ahmedabad – 380004. to transact the following business:

As a Special Business:

To consider and if thought fit, to pass with or without modification/s the following resolution as SPECIAL RESOLUTION:

Item No. 1

TO APPOINT AND FIX REMUNERATION OF RASHMI GUPTA (DIN:09515362) AS A WHOLE-TIME DIRECTOR OF THE COMPANY.

“**RESOLVED THAT** pursuant to the provisions of section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013 and subject to such conditions as may be imposed by any authority while granting such consents, permission and approvals and as agreed by Board members and Committee members thereof, consent of the members be and is hereby accorded to the appointment of Ms. Rashmi Gupta (DIN: 09515362) as a Whole-time Director, designated as Executive Director for a period of five years with effect from 07/03/2022 at a remuneration of Rs. 1,95,000/- (Rupees One Lacs ninety-five thousand only) per month and upon such terms and conditions as approved.

RESOLVED FURTHER THAT notwithstanding anything hereinabove stated where in any financial year, during the currency of the term of Ms. Rashmi Gupta (DIN: 09515362) as a Whole-time Director, if the company has no profit or profits are inadequate, the Company shall pay remuneration by way of salary and commission as specified in section II of schedule V of the Companies Act, 2013 or such other limit as may be prescribed from time to time as minimum remuneration.

RESOLVED FURTHER THAT Mr. Mayur Kamdar, Director of the Company be and is hereby authorized to sign and file necessary forms and papers as required under the Companies Act, 2013 with Ministry of Corporate Affairs and to do everything necessary therefore and incidental thereto on behalf of the Company.”

By Order of the Board of Directors
For, M.R. Organisation Limited

For, M. R. ORGANISATION LIMITED


MANAGING DIRECTOR
Mr. Mayur Kamdar
Managing Director
(DIN: - 00369341)

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at an Extra-ordinary General Meeting is annexed hereto and forms part of notice.
2. A MEMBER ENTITLED TO ATTEND AND VOTES IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share Capital of 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 a Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours (Sunday is included in computation of 48 hours) before the commencement of the Meeting. A Proxy Form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.
3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address with the Company. Members who have not registered their email address with the Company can now register the same by submitting to M/s. Bigshare Services Private limited having office at A/802, Samudra complex, Near Klassic Gold, Girish cold drink, C.G Road, Ahmedabad – 380 009. Members holding shares in demat form are requested to register their email address with the Depository Participant(s) only. Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
4. The Register of Members and Share Transfer Books will remain close from 27th May, 2022 to 2nd June, 2022 (both days inclusive).
5. The Notice of EGM, Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of EGM and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of EGM and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.

**Explanatory Statement
(Pursuant to section 102 of the Companies Act, 2013)**

Item No. 1:

The Board of Directors subject to the approval of shareholders appointed Ms. Rashmi Gupta (DIN: 09515362) as a Whole-time Director, designated as Executive Director for a period of five years with effect from 07/03/2022 at a remuneration of Rs. 1,95,000/- (Rupees One Lacs ninety-five thousand only) per month.

Ms. Rashmi Gupta (DIN: 09515362), aged 45 years, holds a bachelor's degree in science and did post-graduation in Extension communication. Rashmi Gupta started her career in 1996 focusing on social issues and has handled various projects for women empowerment, development, improvement and providing justice to the under-privileged and socially backward society. In 2000, Rashmi Gupta joined M.R. Organisation Limited. She has expertise in managing international and domestic sales and development of Companywide marketing strategy with implementation management. She is also responsible for accounts and logistics operations, HR and general administration.

The Board of Director at their meeting held on 07/03/2022, considered and appointed Ms. Rashmi Gupta (DIN: 09515362) with increased role and responsibilities by elevated her as a Whole-time Director, designated as Executive Director for a period of five years.

Place: - Ahmedabad.
Date: - 29/04/2022

By Order of the Board of Directors
For, M.R. Organisation Limited

For M. R. ORGANISATION LIMITED


MANAGING DIRECTOR

Mr. Mayur Kamdar
Managing Director
(DIN: - 00369341)

ATTENDANCE SLIP
Extra-ordinary General Meeting,
Thursday, 2nd June, 2022 at 11:00 A.M.

Regd. Folio No. _____

DP ID _____

Client ID/Ben. A/C _____

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 an Extra-ordinary General Meeting of the Company on Friday, 27th May, 2022 at 11:00 A.M at Sumel – 11 , 401 , 4th Floor , Block – D , Nr. Reliance Market, Namaste Circle, Shahibaug, Ahmedabad – 380004.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

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: L29305GJ2013PLC074365

Name of the Company: **M.R. Organisation Limited**

Registered office: B-8, Capital Commercial Centre, Near Patang Hotel, Ashram Road, Ahmedabad -380 009

Name of the Member(s): _____
Registered address: _____
E-mail Id: _____
Folio No/ Clint Id: _____
DP ID: _____

1.Name: _____

Address: _____

E-mail Id: _____ Signature: _____ or failing him

2.Name: _____

Address: _____

E-mail Id: _____ Signature: _____ or failing him
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at an Extra-ordinary General Meeting of the Company on Thursday, 2nd June, 2022 at 11:00 A.M at Sumel – 11 , 401 , 4th Floor , Block – D , Nr. Reliance Market, Namaste Circle, Shahibaug, Ahmedabad – 380004 and at any adjournment thereof in respect of such resolutions as are indicated below:

Special Business		For	Against
1.	To Appoint and fix remuneration of Rashmi Gupta (Din:09515362) as a Whole-Time Director of the Company.		

Signed this _____ day _____ 2022

Signature of Shareholder _____

Signature of Proxy holder(s) _____

Affix Revenue
Stamp

Note:

1. This form of proxy in 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 the Meeting.
2. A proxy need not be a member of the Company.
3. A person can act as proxy on behalf of members upto and not exceeding Fifty and holding in aggregate not more than ten percent of the total share capital of the company carry voting rights. Further a member holding more 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 proxy for any other person or member.