



## MANGAL ELECTRICAL INDUSTRIES LTD.

(Formerly Known as Mangal Electrical Industries Private Limited)

CIN : U31909RJ2008PLC026255

+91-141-403-6113 | [www.mangals.com](http://www.mangals.com)

[info@mangals.com](mailto:info@mangals.com)

Registered Office : C-61, C-61 (A&B), Road No. 1-C,  
V.K.I. Area, Jaipur 302 013, Rajasthan, India

### NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EXTRA ORDINARY GENERAL MEETING ("EOGM") (MEIL/01/EOGM/2025-26) OF THE MEMBERS OF MANGAL ELECTRICAL INDUSTRIES LIMITED (FORMERLY KNOWN AS MANGAL ELECTRICAL INDUSTRIES PRIVATE LIMITED) WILL BE HELD ON WEDNESDAY, APRIL 30, 2025 AT 02:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT C-61, C-61 (A&B), ROAD NO. 1-C, V.K.I. AREA, JAIPUR, RAJASTHAN-302013, INDIA, TO TRANSACT THE FOLLOWING BUSINESS:

#### SPECIAL BUSINESSES:

1. APPROVE THE INCREASE IN BORROWING LIMITS OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:

To Consider and, if thought fit, to pass, the following resolutions as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and all other applicable provisions of the Companies Act, 2013, read along with applicable rules framed thereunder (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), memorandum and articles of association of the Company and in supersession of the earlier resolution passed by the Members at their Extra Ordinary General Meeting held on July 30, 2024, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **"the Board"**, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) to borrow, from time to time, from any one or more persons, firms, body corporates, company's bankers, financial institutions, or from others or from any other source in India or outside India by way of loans, debentures, guarantees, suppliers' credit, bonds, deposits or any other instruments/securities otherwise permitted by law for the time being in force, and whether secured by way of mortgage, charge, hypothecation or lien or pledge on the Company's assets and properties or otherwise, such sum(s) of money(ies) in Indian Rupees and / or in any foreign currency from time to time, at its discretion, with or without security and on such terms and conditions as the Board may deem fit, which together with monies already borrowed by the Company (apart from the temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed, at any time, the aggregate of the paid-up share capital, free reserves, and securities premium account of the Company, provided that the total amount so borrowed by the Board (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) and outstanding principal amount at any time shall not exceed Rs. 500 Crores (Rupees Five Hundred Crores Only).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board and/or any other person so authorized by the Board be and is/are hereby authorized to sign and execute such document(s) / deed(s) / writing(s) / paper(s) / agreement(s) as may be required, to settle any question, difficulty or doubt that may arise in respect of the aforesaid borrowings and to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard."

 @Mangal Electrical Industries Limited

#### Factory Addresses :

C-61, C-61 (A&B), Road No. 1-C, V.K.I. Area, Jaipur 302 013, Rajasthan, India

E-54, Road No. 5, VKI Area, Jaipur 302 013, Rajasthan, India

Plot No. B-308, Road No. 16, Vishwakarma Industrial Area, Jaipur 302 013, Rajasthan, India

E-40 to E-46A, Shree Khatu Shyam Ji Industrial Area, Reengus, Sikar 332 404, Rajasthan, India

Plot No. PA 011 -008B, Mahindra World City SEZ Zone, Kalwara, Ajmer Road, Jaipur 302 029, Rajasthan, India

**2. APPROVE THE INCREASE IN LIMITS OF CREATION OF CHARGES, AND SECURITIES ON THE PROPERTIES/ASSETS OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013:**

To Consider and, if thought fit, to pass, the following resolutions as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and all other applicable provisions of the Companies Act, 2013, read along with applicable rules framed thereunder (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), memorandum and articles of association of the Company and in supersession of the earlier resolution passed by the Members at their Extra Ordinary General Meeting held on **July 30, 2024**, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **“the Board”**, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) to sell, lease, create, from time to time, such mortgages, pledge, charges and hypothecations, on such terms and conditions as the Board may deem fit on the whole or substantially the whole of the Company’s undertakings, assets and other properties, both present and future, whether movable or immovable, comprised in any of the undertakings/assets of the Company wheresoever situated, present and future, and the whole of the undertaking of the Company, in favour of banks/financial institutions/NBFCs, both national and international, and/or other bodies corporate or agencies or trustees for the debentures or security and/or loans, as may be agreed to by the Board for the purpose of securing any issue of debentures or loans or other financial assistance (fund-based and/or non-fund-based), whether by way of term loan, cash credit, overdraft, letter of credit and guarantee facilities or otherwise whether in Rupees or in foreign currency and/or to secure the repayment of the fund and/or non-fund based credit facilities availed or to be availed by the Company or its subsidiary/ associate/ group companies or otherwise, in one or more tranches, for an aggregate amount, which may exceed, at any time, the aggregate of the paid-up capital, free reserves, and securities premium account of the Company, subject to a maximum limit of Rs. 500 Crores (Rupees Five Hundred Crores Only).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board and/or any other person so authorized by the Board be and is/are hereby authorized to sign and execute such document(s) / deed(s) / writing(s) / paper(s) / agreement(s) as may be required and to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.”

**3. APPROVE THE INCREASE IN LIMITS OF CREATION OF CHARGES, AND SECURITIES ON THE PROPERTIES/ASSETS OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013:**

To Consider and, if thought fit, to pass, the following resolutions as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provision of section 186 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Meeting of Board and its Powers) Rules, 2014, (including any Statutory modification or re-enactment thereof, for the time being in force), the consent of the members of the company be and is hereby accorded to the Board of Directors of the company and/or Committee thereof (hereinafter referred to as “the Board”) which term shall include any committee constituted by the Board or any person(s) authorized by the Board to exercise the power conferred on the Board by this resolution) to make loans or investments, in one or more tranches by subscription, purchase or otherwise in subsidiary(ies)/ anybody/ bodies Corporate in India or abroad (existing or which may be promoted/ incorporated), in any kind of securities, or by providing of guarantee or security in connection with a loan made by any other person to any subsidiary(ies)/ anybody/ Body corporate in India or abroad (existing or which may be promoted or incorporated) in excess of limit prescribed in section 186 of Companies Act, 2013 but subject to a maximum limit of Rs. 250 Crore (Rupees Two Hundred Fifty Crore Only).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board and/or any other person so authorized by the Board be and is/are hereby authorized to sign and execute such document(s) / deed(s) / writing(s) / paper(s) / agreement(s) as may be required and to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.”

By order of the Board of Directors of  
For **Mangal Electrical Industries Limited**  
(Formerly known as Mangal Electrical Industries Private Limited)



**Balvinder Singh Guleri**

Company Secretary & Compliance Officer

ICSI M. No.: A44874

Jaipur, Rajasthan

March 24, 2025

**Registered Office:**

C-61, C-61 (A&B), Road No. 1-C, V.K.I. Area,

Jaipur, Rajasthan-302013

CIN: U31909RJ2008PLC026255

Tel.: +91 141 4036113

E-mail: [compliance@mangals.com](mailto:compliance@mangals.com)

Website: [www.mangals.com](http://www.mangals.com)



## NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special set out in the notice, is annexed hereto.
2. A member entitled to attend and vote at the Extra Ordinary General Meeting of the Company is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the Company. The instrument appointing a proxy in order to be valid must be duly filled in all respects and should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.
3. A person shall not act as a Proxy for more than 50 Members and holding in the aggregate not more than 10 percent of the total voting share capital of the Company. However, a single Person can act as a Proxy for a Member holding more than 10 percent of the total voting share. capital of the Company provided that such person shall not act as a proxy for any other person.
4. Members/Proxies are requested to bring their attendance slips duly filled in along with their copy of this notice for attending the Meeting.
5. Corporate Members intending to send their authorized representative to attend and vote at the meeting are requested to ensure that the authorized representative carries a duly certified true copy of the Board Resolution, Power of Attorney or such other valid authorizations under Section 113 of the (Indian) Companies Act, 2013, authorizing them to attend and vote at the meeting in terms of the provisions of the Companies Act, 2013, the representatives corporate members without proper authorization, such as board resolution or power of attorney or such other valid authorization, may not be able to attend the meeting.
6. Members are requested to notify changes in their registered address, if any, along with PIN code number of the Company.
7. Members are requested to:
  - (a) Notify immediately any change in their address to the Company.
  - (b) Quote their folio number in all correspondence with the Company.
8. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days except Saturdays, between 11.00 A.M. to 01:00 P.M. up to the date of the Meeting.
9. Physical copy of the notice of Extra Ordinary General Meeting is being sent by through permitted mode.
10. 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. Members holding equity shares in electronic mode are requested to ensure to keep their email address updated with the Depository Participants. Members holding equity shares in physical mode are requested to update their email address by writing to the Registrar and Share Transfer Agent of the Company.

**EXPLANATORY STATEMENT**  
(Pursuant to Section 102 of the Companies Act, 2013)

**Item No. 1**

In terms of the provisions of Section 180(1)(c) of the Companies Act, 2013 read with applicable rules framed thereunder, the Board of Directors of the Company cannot, except with the consent of the shareholders in a General Meeting by way of a special resolution, borrow money, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, in excess of the aggregate of the paid-up capital, free reserves and securities premium of the Company.

Members of the Company, at their Extra Ordinary General Meeting, held on July 30, 2024, accorded their consent to the Board of Directors and/or the Board's Committee under Section 180(1)(c) of the Companies Act, 2013, for borrowing any sum(s) of money(ies) outstanding at any point of time, not exceeding the sum of Rs. 250 Crores (Rupees Two Hundred Fifty Crores).

In order to finance the growth in the business of the Company, considering the Company's future plans and requirements for additional funds for operation and working capital needs, including expansion of business, it is proposed to enhance the power of the Board of Directors to borrow up to a sum not exceeding Rs. 500 Crores (Rupees Five Hundred Crores only).

It is, therefore, necessary that the Members pass the special resolution as set out in Item No. 1 of the Notice to enable the Board of Directors to borrow money in excess of the aggregate of the paid-up capital, free reserves and securities premium of the Company to the extent of aforesaid limit. Therefore, it is proposed to increase the borrowing limits from the existing Rs. 250 Crores (Rupees Two Hundred Fifty Crores only) to an amount not exceeding at any time up to a limit of Rs. 500 Crores (Rupees Five Hundred Crores only).

The Special Resolution at Item No. 1 of the Notice is being recommended by the Board of Directors for approval of the members as a Special Resolution pursuant to section 180(1)(c) of the Companies Act, 2013.

None of the directors, key managerial personnel, and relatives of directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

The Board recommends the special resolution set forth at Item No. 1 in the Notice for the approval of the shareholders.

**Item No. 2**

In terms of the provisions of Section 180(1)(a) of the Companies Act, 2013, read with applicable rules framed thereunder, the Company can dispose of its undertakings/property/assets through sale or lease or provide security of its assets for repayment of loan or otherwise only with the approval of the shareholders accorded by way of a special resolution

Members of the Company, at their Extra Ordinary General Meeting, held on July 30, 2024, accorded their consent to the Board of Directors and/or the Board's Committee under Section 180(1)(a) of the Companies Act, 2013, to sell and lease, dispose of, create charge, and/or mortgage all or any of the immovable and movable property of the Company whosoever situated, present & future, and the whole of the undertaking of the Company in favour of any person/Banks/ Financial institution/ NBFCs or otherwise, to secure the repayment of the fund and/ or non-fund based credit facilities availed or to be availed by the Company or its subsidiary/associate companies or otherwise, for a sum of money not exceeding Rs. 450 Crores (Rupees Four Hundred Fifty Crores Only).

In order to support the Company's future growth plans and to meet the requirements for creating mortgages, guarantees, securities, etc., for additional funds that have been or will be availed for operational and working capital needs of the Company or its subsidiary/ associate/group companies or otherwise, including the expansion of the business as well as the disposal of company assets, it is necessary for the Members to pass a special resolution as set out in Item No. 2 of the Notice. This resolution will enable the Board of Directors to create charges and securities on the properties and assets of the company, in accordance with section 180(1)(a) of the

Companies Act, 2013, to the extent of Rs. 500 Crores (Rupees Five Hundred Crores Only). Therefore, it is proposed to increase the limits under section 180(1)(a) of the Companies Act, 2013 from the existing Rs. 450 Crores (Rupees Four Hundred Fifty Crores only) to an amount not exceeding Rs. 500 Crores (Rupees Five Hundred Crores Only) at any time.

The Special Resolution at Item No. 2 of the Notice is being recommended by the Board of Directors for approval of the Members as a Special Resolution pursuant to section 180(1)(a) of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the special resolution set forth at Item No. 2 in the Notice for the approval of the shareholders.

### **Item No. 3**

As per provisions of section 186 of the Companies Act, 2013 the Board of directors of a company could give any loan, guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities by way of subscription, purchase or otherwise to any person or body corporate to the extent of sixty percent paid up share capital, free reserves and securities premium or one hundred per cent of its free reserves and securities premium account whichever is more and for giving any loan or providing guarantee and security in excess of limit specified above, the approval of the members of the company in General Meeting by way of Special resolution has to be obtained.

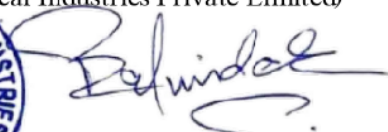
Therefore, for business and investment purpose of company, Company has to give loans and guarantee to the person(s) and make investments by acquiring securities by way of purchase or subscription or otherwise from time to time. So in this regard authority is proposed to be given to the Board of directors to give any loan or guarantee or providing security to body corporate or any other person and to invest funds to the limit of Rs. 250.00 Crore (Rupees Two Hundred Fifty Crore only) and approval of the members of the company is sought in this general meeting by way of a Special Resolution.

None of the directors, key managerial personnel and relatives of directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

The Board recommends the special resolution set forth at Item No. 3 in the Notice for the approval of the shareholders.

By order of the Board of Directors of  
For **Mangal Electrical Industries Limited**  
(Formerly known as Mangal Electrical Industries Private Limited)



  
**Balvinder Singh Guleri**  
Company Secretary & Compliance Officer  
ICSI M. No.: A44874  
Jaipur, Rajasthan  
March 24, 2025

### **Registered Office:**

C-61, C-61 (A&B), Road No. 1-C, V.K.I. Area,  
Jaipur, Rajasthan-302013

CIN: U31909RJ2008PLC026255

Tel.: +91 141 4036113

E-mail: [compliance@mangals.com](mailto:compliance@mangals.com)

Website: [www.mangals.com](http://www.mangals.com)

**PROXY FORM**

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

Name of the Company      Mangal Electrical Industries Limited  
(Formerly known as Mangal Electrical Industries Private Limited)  
CIN      U31909RJ2008PLC026255  
Registered Office      C-61, C-61 (A&B), Road No. 1-C, V.K.I. Area, Jaipur, Rajasthan-302013

Name of the Member(s):		E-mail ID:	
Registered address:		Folio No. / Client ID:	
		DP ID:	

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: ....., or failing him

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 to be held at Wednesday, April 30, 2025 at 02:00 P.M. at registered office of the Company at C-61, C-61 (A&B), Road No. 1-C, V.K.I. Area, Jaipur, Rajasthan-302013 and at any adjournment thereof in respect of such resolutions and in such manner as re indicated below:

Resolution No.	Description of the Resolution	Optional;	
		For	Against
1.	Approve the increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013		
2.	Approve the increase in limits of creation of charges, and securities on the properties/assets of the Company under Section 180(1)(a) of the Companies Act, 2013		
3.	To make investments, give loans, guarantees and provide securities under Section 186 of the Companies Act, 2013		

Signed this ..... Day of ..... 2025

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, before the commencement of the meeting.**

### **ATTENDANCE SLIP**

(Please fill up this attendance slip and hand over at the entrance of the meeting hall)

I/We hereby record my/our presence at the Extra Ordinary General Meeting of Mangal Electrical Industries Limited (Formerly known as Mangal Electrical Industries Private Limited) ("the Company") held on Wednesday, April 30, 2025 at 02:00 P.M. at Registered Office of the Company at C-61, C-61 (A&B), Road No. 1-C, V.K.I. Area, Jaipur, Rajasthan-302013.

Full Name of the Member / Proxy holder (IN BLOCK LETTERS):	
Regd. Folio No.:	
DP ID:	
Client ID:	
No. of Equity Shares held:	

I record my presence at the Extra Ordinary General Meeting

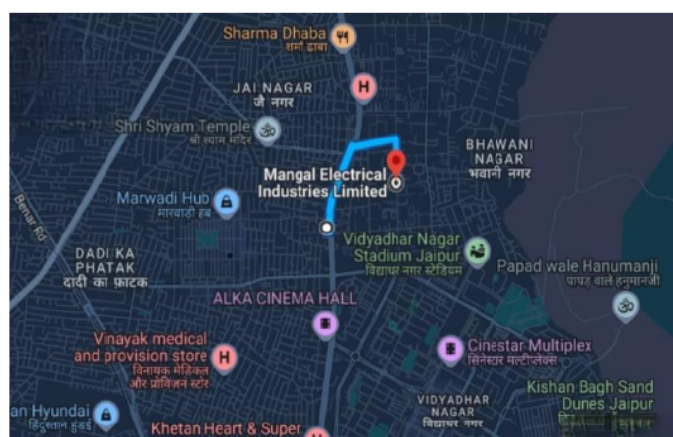
.....  
Signature of Member / Proxy holder / Authorized Signatory

#### **Notes:**

- Shareholders attending the meeting in person or through authorized representative are requested to complete and bring the attendance slip with them and hand it over at the entrance of the meeting hall.
- Member / Proxy holder should bring his/her copy of the notice of Extra Ordinary General Meeting for reference at the meeting.
- Members are informed that no duplicate slips will be issued at the venue of the meeting and they are requested to bring this slip for the meeting.

✂.....✂.....✂.....Cut from here.....✂.....✂.....✂

#### **Route Map to the EOGM Venue:**



#### **Venue:**

C-61, C-61 (A&B), Road No. 1-C, V.K.I. Area, Jaipur, Rajasthan-302013

#### **Landmark:**

Vishwakarma Industrial Area

#### **Day, Date & Time:**

Wednesday, April 30, 2025 at 02:00 P.M.