



**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

Tel.: +91-141-403-6113 Email: [compliance@mangals.com](mailto:compliance@mangals.com); Website: [www.mangals.com](http://www.mangals.com)

**NOTICE OF 17<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the 17<sup>th</sup> Annual General Meeting (hereinafter referred to as “**AGM**”) of the shareholders of Mangal Electrical Industries Limited (Formerly known as Mangal Electrical Industries Private Limited) (“**the Company**”) will be held on Friday, August 08, 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:

**ORDINARY BUSINESSES:**

**ITEM NO. 1 – ADOPTION OF FINANCIAL STATEMENTS.**

To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors (“the Board”) and auditors thereon. In this regard, pass the following resolution as an **Ordinary Resolution**.

“**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon laid before this meeting be and are hereby received, considered and adopted.”

**ITEM NO. 2 – APPOINTMENT OF MR. OMPAL SHARMA (DIN: 00280640) AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION.**

To re-appoint Mr. Ompal Sharma (DIN: 00280640), who retires by rotation and being eligible, seeks re-appointment, in this regard, pass the following resolution as an **Ordinary Resolution**.

“**RESOLVED THAT** pursuant to the provisions of section 152 of the Companies Act, 2013, the rules made there under and other applicable provisions, if any (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force), Mr. Ompal Sharma (DIN: 00280640) who retires at this Seventeenth Annual General Meeting, offers himself for re-appointment, be and is hereby approved to be re-appointed as a Director of the Company, liable to retire by rotation.”

**ITEM NO. 3 – APPOINTMENT OF MR. ANIKETA MANGAL (DIN: 09532892) AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION.**

To re-appoint Mr. Aniketa Mangal (DIN: 09532892), who retires by rotation and being eligible, seeks re-appointment, in this regard, pass the following resolution as an **Ordinary Resolution**.

**“RESOLVED THAT** pursuant to the provisions of section 152 of the Companies Act, 2013, the rules made there under and other applicable provisions, if any (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force), Mr. Aniketa Mangal (DIN: 09532892) who retires at this Seventeenth Annual General Meeting, offers himself for re-appointment, be and is hereby approved to be re-appointed as a Director of the Company, liable to retire by rotation.”

**SPECIAL BUSINESSES:**

**ITEM NO. 4 – RATIFICATION OF THE REMUNERATION PAYABLE TO COST AUDITORS OF THE COMPANY.**

To ratify the remuneration payable to Cost Auditors of the Company for the financial year ending March 31, 2026 and to Consider and, if thought fit, to pass, the following resolutions as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. Maharwal & Associates, Cost Accountants (Firm Registration No. 101556), appointed by the Board of Directors on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2026, amounting to ₹50,000 plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts, matters, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

**ITEM NO. 5 –TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND PROVIDE SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013.**

To make investments, give loans, guarantees and provide securities under Section 186 of the Companies Act, 2013, in this regard, pass the following resolution as an **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), and in supersession of the earlier resolution passed by the Members at their Extra Ordinary General Meeting held on April 30, 2025, 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. 600 Crores (Rupees Six 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.”

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  
May 24, 2025

**Registered Office:**

C-61, C-61 (A&B), Road No. 1-C, V.K.I. Area,  
Jaipur, Rajasthan-302013  
CIN: U31909RJ2008PLC026255  
Tel.: +91-141-403-6113  
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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 17<sup>th</sup> Annual 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 17<sup>th</sup> Annual 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

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”)

### **ITEM NO. 4**

The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Maharwal & Associates, Cost Accountants (Firm Registration No. 101556), as the Cost Auditors of the Company to conduct the audit of the cost record of the Company for the financial year ending March 31, 2026. In terms of the provisions of Section 148(3) of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors is required to be approved by the Members of the Company. Accordingly, the consent of the Members is sought for the remuneration payable to the Cost Auditors.

The Resolution at **Item No. 4** of the Notice is being recommended by the Board of Directors for approval of the members as an Ordinary Resolution pursuant to section 148 of the Companies Act, 2013.

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

### **ITEM NO. 5**

#### **TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND PROVIDE SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

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.

Members of the Company, at their Extra Ordinary General Meeting, held on April 30, 2025, accorded their consent to the Board of Directors and/or the Board's Committee under Section 186 of the Companies Act, 2013, to make investments, give loans, guarantees and provide securities under Section 186 of the Companies Act, 2013 not exceeding the sum of Rs. 250 Crores (Rupees Two Hundred Fifty Crores).

However, in order to support the long-term business objectives and enable flexibility to respond to strategic needs and investment purpose of the Company, the Board of Directors proposes to enhance the overall limits under Section 186 up to an amount not exceeding Rs. 600 Crores (Rupees Six Hundred Crores only).

It is, therefore, necessary that the Members pass the special resolution as set out in **Item No. 5** of the Notice to enable the Board of Directors 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 in excess of the sixty percent paid up share capital, free reserves and securities premium or one hundred per cent of its free reserves and securities premium account of the Company to the extent of aforesaid limit. Therefore, it is proposed to increase the 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. 600 Crores (Rupees Six Hundred Crores only).

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.

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  
May 24, 2025

**Registered Office:**

C-61, C-61 (A&B), Road No. 1-C, V.K.I. Area,  
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CIN: U31909RJ2008PLC026255

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

**DETAILS OF DIRECTOR RETIRING BY ROTATION /SEEKING APPOINTMENT / RE-APPOINTMENT AT THE AGM**

**Pursuant to Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (ICSI)**

**Item No. 02 & 03**

<b>Name of Director</b>	Mr. Ompal Sharma	Mr. Aniketa Mangal
<b>DIN</b>	00280640	09532892
<b>Age (Years)</b>	64	28
<b>Experience (including expertise in a specific functional area)/ brief Resume/ Qualification</b>	<p>Mr. Sharma has been on the Board since September 02, 2019.</p> <p>He has more than 16 years of experience in the electrical equipment industry. Previously, he held the position of Vice-President – Business Development of transformer segment in our Company from 2008 till 2019.</p> <p>He holds a bachelor's degree in commerce from Meerut University, Meerut, Uttar Pradesh.</p>	<p>Mr. Mangal has been on the Board since September 01, 2022.</p> <p>He has over 8 years of experience across verticals including finance, operations, marketing and sales.</p> <p>He has been associated with the Company since 2016 in the capacity of Manager-Business Development and was elevated to the position of directorship since 2022.</p> <p>He holds a post graduate programme degree in family managed business from Bharatiya Vidya Bhavan's S.P. Jain Institute of Management &amp; Research</p>
<b>Expertise in specific functional areas</b>	Vast experience in all functional / operations of the Company	Vast experience in all functional / operations of the Company
<b>Date of First Appointment on the Board</b>	September 02, 2019	September 01, 2022
<b>Shareholding in the Company as on March 31, 2025</b>	NIL	21,00,000
<b>Terms and Conditions of Appointment/ Re-Appointment</b>	Executive Director, liable to retire by rotation	Executive Director, liable to retire by rotation
<b>Details of Remuneration last drawn (FY 2024-25)</b>	₹17.52 Lakhs	₹60 Lakhs
<b>Details of proposed remuneration</b>	Not Applicable	Not Applicable
<b>Relationship with other Directors / Key Managerial Personnel</b>	No relation with other directors of the Company	Son of Mr. Rahul Mangal
<b>Number of meetings of the Board attended during the financial year 2024-25</b>	23 out of 23	23 out of 23
<b>Chairperson/ Members of the Statutory Committee (s) of Board of Directors of the Company as on date</b>	NIL	<ul style="list-style-type: none"> <li>• Member of Stakeholders Relationship Committee</li> <li>• Member of IPO Committee</li> </ul>
<b>Directorship of other Board as on March 31, 2025 excluding Directorship in Private and Section 8 Companies. (along with listed entities from which the person has resigned in the past three years)</b>	NIL	NIL
<b>Chairperson/ Members of the Statutory Committee (s) of Board of Directors of other companies as on March 31, 2025 excluding Directorship in Private and Section 8 Companies (along with listed entities from which the person has resigned in the past three years)</b>	NIL	NIL

**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:

- Name:      Address:  
E-mail ID:      Signature: ....., or failing him
- Name:      Address:  
E-mail ID:      Signature: ....., or failing him
- 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 17<sup>th</sup> Annual General Meeting of the Company to be held at Friday, August 08, 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
ORDINARY BUSINESSES			
1.	To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon.		
2.	To appoint a Director in place of Mr. Ompal Sharma (DIN: 00280640), who retires by rotation and being eligible, offers himself for re-appointment.		
3.	To appoint a Director in place of Mr. Aniketa Mangal (DIN: 09532892) who retires by rotation and being eligible, offers himself for re-appointment.		
SPECIAL BUSINESSES			
4.	To ratify the remuneration payable to Cost Auditors of the Company for the financial year ending March 31, 2026.		
5.	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 17<sup>th</sup> Annual General Meeting of Mangal Electrical Industries Limited (Formerly known as Mangal Electrical Industries Private Limited) (“**the Company**”) held on Friday, August 08, 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 17<sup>th</sup> Annual General Meeting

.....

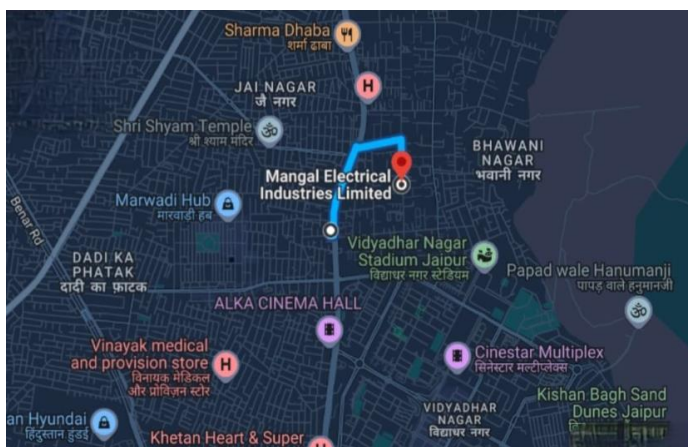
Signature of Member / Proxy holder / Authorized Signatory

#### 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 17<sup>th</sup> Annual 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.

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#### Route Map to the AGM 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:

Friday, August 08, 2025 at 02:00 P.M.

## Notes

[illegible]