



# MANGAL

Electrical Industries Pvt. Ltd.

Promoting Higher Values

+91 141 2332388



Mangal Electrical Industries Pvt. Ltd.

C-61 A, Road No. 1-C, V.K.I. Area

Jaipur (Rajasthan) PIN - 302013



info@mangals.com



CIN : U31909RJ2008PTC026255

## Notice of Extraordinary General Meeting

NOTICE is hereby given that 2<sup>ND</sup> Extra-ordinary General Meeting of the Members of **MANGAL ELECTRICAL INDUSTRIES PRIVATE LIMITED** *on shorter Notice* (the "Company") for the financial year 2024-25 will be held on Thursday, 16<sup>th</sup> May 2024 at 03.00 P.M. at the Registered Office of the Company situated at C-61 (A), ROAD NO. 1-C V. K. I. AREA, JAIPUR, Rajasthan, India, 302013 to transact the following items of Special/ordinary Business:

### TO PASS THE FOLLOWING RESOLUTIONS AS SPECIAL RESOLUTION

#### ITEM NO: 01

#### CONVERSION OF PRIVATE LIMITED COMPANY TO PUBLIC COMPANY AND AMENDMENT OF ARTICLES ASSOCIATION:

To consider and if thought fit to pass with or without modification(s), the following resolution as Special Resolution:

"**RESOLVED THAT**, pursuant to provisions of Section 2(71) and Section 13, 14 and 18 and other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), consent of Members be and is hereby accorded for the conversion of the Company into a Public Limited Company and consequently the name of Company be and is hereby changed from '**MANGAL ELECTRICAL INDUSTRIES PRIVATE LIMITED**' to **MANGAL ELECTRICAL INDUSTRIES LIMITED** ' by deleting the word 'Private' before the word 'Limited'.

**RESOLVED FURTHER THAT** upon obtaining requisite approvals, the name of Company "MANGAL ELECTRICAL INDUSTRIES PRIVATE LIMITED" wherever it occurs in the Memorandum and Articles of Association of the Company, letter heads and other stationary of the Company be substituted by the name " MANGAL ELECTRICAL INDUSTRIES LIMITED ".

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to sign such forms/returns, and various documents as may be required to be submitted to the Registrar of Companies, Jaipur, Rajasthan or such other authorities and to do all the acts, deeds and things which may be necessary to give effect to the aforesaid resolution.



**ITEM NO: 02**

**ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION UPON CONVERSION FROM PRIVATE TO PUBLIC COMPANY:**

To consider and if thought fit to pass with or without modification(s), the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of section 4, read with the provisions of section 13 and all other applicable provisions, if any, of the Companies Act, 2013, the consent of the members of the Company be and is hereby accorded for altering the Memorandum of Association of the Company, by way of adoption of New Set of Memorandum of Association of the Company as per the provisions of Companies Act, 2013, as placed before the Board and initiated by the Chairman, in place of existing Memorandum of Association of the Company.

RESOLVED FURTHER THAT any Directors of the Company, be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Company s and to do all such acts, deeds and things as my considered expedient and necessary in this regard.

**ITEM NO: 03**

**ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION UPON CONVERSION FROM PRIVATE TO PUBLIC COMPANY.**

"RESOLVED THAT pursuant to the provisions of Section 5, 14 of the Companies Act, 2013 read with Rule 33 of the Companies (Incorporation) Rules, 2014 and all other applicable provision(s), if any, of the Companies Act, 2013, consent of the Members be and is hereby accorded for the adoption of new set of Articles of Association of the Public Limited Company consequent upon conversion of Private Company to Public Company.

RESOLVED FURTHER THAT, the Board of Directors, be and are hereby authorized to do all such acts, deeds and things and execute all such documents and writings, as it may in its absolute discretion deem necessary or incidental thereto including paying such fees and incurring such expenses in relation thereto as it may deem appropriate and to file such documents, forms, etc., as required with the regulatory/statutory authorities and authorise the officials of the Company for the aforesaid purpose, as may be deemed fit to give effect to this Resolution.

RESOLVED FURTHER THAT, any Director of the Company be and is hereby authorized to sign such forms/returns, and various documents as may be required to be submitted to the Registrar of Companies, Jaipur, Rajasthan or such other authorities and to do all the acts, deeds and things which may be necessary to give effect to the aforesaid resolution."

By Order of the Board

MANGAL ELECTRICAL INDUSTRIES PRIVATE LIMITED

Mangal Electrical Industries Private Limited  
Director

(RAHUL MANGAL)  
Director  
(DIN-01591411)

Mangal Electrical Industries Private Limited  
Director

(ASHISH MANGAL)  
Director  
(DIN-00432213)

Date: 13.05.2024

Place: Jaipur

**NOTES:**

1. An Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 in respect of the item of the special business, IF ANY.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.
3. The instrument appointing a Proxy must be deposited with the Company at its Registered Office not less than 48 hours before the time for holding the Meeting.
4. All documents referred to in accompanying Notice and Explanatory Statement (including all MOA and AOA) are open for inspection at the Registered Office of the Company on all working days between 11.00 a.m. and 3.00 p.m. upto the date of Extra Ordinary General Meeting

**By Order of the Board**

**MANGAL ELECTRICAL INDUSTRIES PRIVATE LIMITED**

Mangal Electrical Industries Private Limited

Mangal Electrical Industries Private Limited

(RAHUL MANGAL)  
Director  
(DIN-01591411)

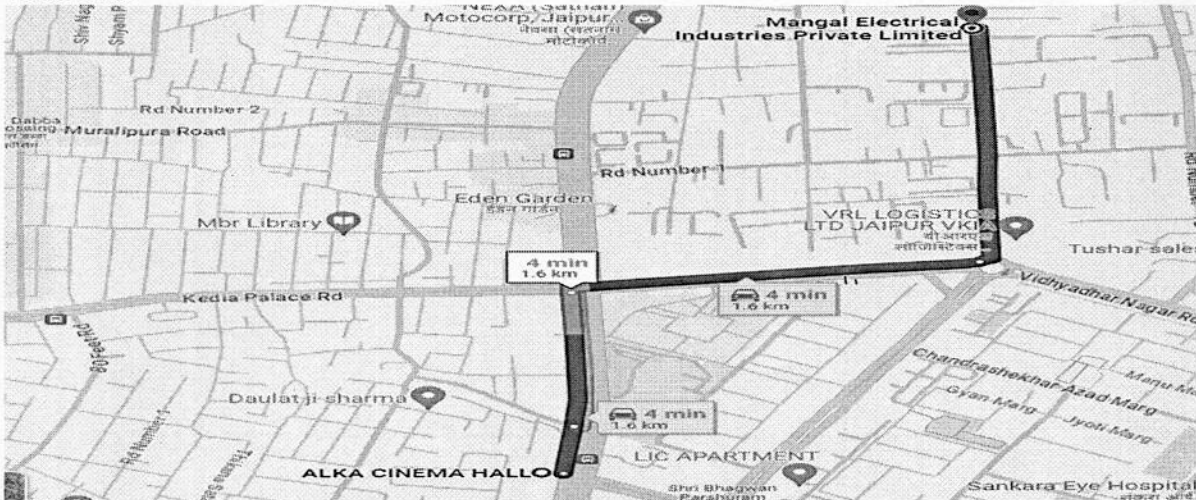
Director

(ASHISH MANGAL)  
Director  
(DIN-00432213)

**Date: 13.05.2024**

**Place: Jaipur**

**ROUTE MAP**



## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT**

### **Item No. 1: CHANGE IN THE STATUS OF THE COMPANY TO PUBLIC LIMITED COMPANY**

The Company is carrying in India or else where the business to manufacture, produce, prepare, extrude, import, export, buy, sale, and to act as agent, broker, contractor, distributor or to deal in all kind of cables, conductors, copper wire, CRGO Electrical Laminations, transformers and goods, articles and things, their raw materials, aluminium alloy, steel, old and used electrical transformers without oils and other materials machinery, tools, dies, fixtures equipment and gauges and as described in the MOA of the Company. Hence, the Board is of the view that the conversion of Company into public Company will be in the best interest for the Company's operations since this will enable the Company to invite more number of subscription by members. The Companies Act, 2013 limits the Private Company's maximum number of members to 200. The proposed conversion shall enable the Company to expand its activities and venture into its business in a more efficient manner.

The Board of Directors recommends passing of the special resolution as contained in item No.1 of the notice.

None of the Directors are in any way interested or concerned in the resolution.

### **Item No. 2 & 3: ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION AND ADOPTION OF NEW SET OF ARTICLE OF ASSOCIATION**

Members are requested to note that consequent to the Company becoming a Public Limited Company, the Memorandum and the Articles of Association of the Company requires to be changed to incorporate provisions applicable to a Public Limited Company.

Pursuant to the provisions of Section 13 and Section 14 of the Companies Act, 2011, read with the Companies (Incorporation) Rules, 2014, any amendment in the Memorandum and the Articles of Association of Company requires consent of the Members at a General Meeting by means of a Special Resolution

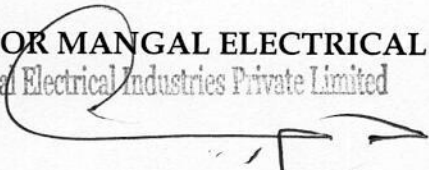
Accordingly, the Resolution at item no. 2 & 3 seeks your consent to the proposed changes by way of a Special Resolution, as stated in the Notice convening the meeting.

None of the Directors or other key managerial personnel of the Company are concerned or interested in the proposal provided in the draft of the Resolution.

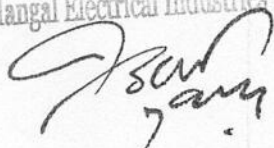
**FOR MANGAL ELECTRICAL INDUSTRIES PRIVATE LIMITED**

Mangal Electrical Industries Private Limited

Mangal Electrical Industries Private Limited



Director



Director

(RAHUL MANGAL)  
Director  
(DIN-01591411)

(ASHISH MANGAL)  
Director  
(DIN-00432213)

Date: 13.05.2024

Place: Jaipur