



NOTICE TO THE MEMBERS

NOTICE is hereby given that the 31st Annual general Meeting of the Members of Mitshi India Limited will be held on 25th September, 2021 at 12.30pm through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2021, the Profit and Loss Account for the year ended on 31st March 2021, on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Kumar V. Shah, who retires by rotation, and being eligible offers himself for reappointment.

SPECIAL BUSINESS

3. To approve change in Main Object of the Company

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

"RESOLVED THAT Subject to provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, Companies (incorporation) Rule, 2014, existing Clause III of the Memorandum of Association of the Company be substituted by the following:

20. To grow cultivate produce and process pack, buy, sale, import, export and deal tobacco, sugarcane, bit route soybeans and commercial crops.
21. To manufacture, process formulate mixing and store distribute and buy sale import export indent deal in Cigars cigarettes bidis, chewing tobacco and snuff and all other products made from tobacco or from their tress, leaves and plants.
22. To generate, distribute power, energy and electricity, and to manufacture and deal in, buy, sell or exchange batteries, motors and other electric devises equipment's for industrial automobile and domestic use.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to sign, execute and submit all the necessary forms, applications, documents with Registrar of Companies as may be required in this matter and he is also authorized to take all the necessary steps, actions as may be required in this matter."

By Order of the Board

Kumar Shah

Chairman and Managing Director

DIN:- 01451912

Registered Office:

2, Juhu Aradhana, Chs Ltd. Juhu lane, Mumbai - 400 058.

Place : Mumbai

Date :30th June, 2021



NOTES

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (‘the Act’) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto.
3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
4. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
5. In terms of the provisions of Section 152 of the Act, Shri Kumar V. Shah Director, retire by rotation at the Meeting. Nomination and Remuneration Committee and the Board of Directors of the Company commend his re-appointment.

Shri Kumar V. Shah is interested in the Ordinary Resolution set out at Item No. 2, of the Notice with regard to his re-appointment. Mrs. Deepa Kumar Shah, being wife of Mr. Kumar V. Shah may be deemed to be interested in the said resolution.

Except that none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 to 3 of the Notice.

6. Details of Director retiring by rotation /seeking appointment /re-appointment at this Meeting are provided in the “Annexure” to the Notice.

DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:-

7. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company’s website www.mitshi.in, website of the Stock Exchange, i.e., BSE Limited at www.bseindia.com and on the website of Company’s Registrar and Transfer Agent, Adroit Corporate Services Limited at www.adroitcorporate.com
8. For receiving all communication (including Annual Report) from the Company electronically:
 - a) Members holding shares in physical mode and who have not registered/ updated their email address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at support@adroitcorporate.com
 - b) Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participant.



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

The following Explanatory Statement, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item Nos. 3 of the accompanying Notice dated 30/06/2021

ITEM NO. 4

To approve change in Main Object of the Company

The Company would like to diversify its business activities to include Tobacco, Cigarettes and Electricity which offers lot of opportunities. Such business will help the Company to improve its performance. Hence it is proposed to alter the main objects of the Company. Necessary resolution has been provided for the same at item no. 3 of the Notice. Your Directors recommend passing of the said resolution as the same is beneficial to the Company.

None of the Directors or key managerial personnel of the Company or their relatives are concerned or interested in the proposed resolution.

By Order of the Board
Kumar Shah
Chairman and Managing Director
DIN:- 01451912

Place : Mumbai
Date :30th June, 2021