



MIRAJ

DEVELOPERS LIMITED

Registered Office : 1st Floor, Miraj House, Panchwati, Udaipur, Rajasthan, India PIN - 313 001

CIN : U45201RJ2007PLC023939

NOTICE

NOTICE is hereby given that the 8th Annual General Meeting of the Members of **MIRAJ DEVELOPERS LIMITED** will be held on Monday, the 29th day of September, 2014 at 03:00 PM at the registered office of the Company at 1st Floor, Miraj House, Panchwati, Udaipur, Rajasthan, India PIN - 313 001 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2014 and the Statement of Profit & Loss for the year ended on that date together with the reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mrs. Sushila Devi Paliwal (DIN 00032517), who retires by rotation and, being eligible, offers herself for re-appointment.
3. To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED** that pursuant to provisions of Section 139 and other applicable provisions of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014, M/s. Jain Nilesh and Company, Chartered Accountants (Firm Registration No. 018943C), the retiring Auditors of the company, be and are hereby re-appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of 12th Annual General Meeting of the company, subject to ratification of the appointment by the members at every Annual General Meeting and fix their remunerations in consultation with Board of Directors and auditors on behalf of the company.”

SPECIAL BUSINESS:

4. Increase in Borrowing Powers of the Company:

To consider and, if thought fit, to pass with or without modification(s), the following Resolutions as a **SPECIAL RESOLUTION**:



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specific purpose) and apart from the temporary loans obtained from the company's bankers in the ordinary course of business."

6. Investments:

To consider and, if thought fit, to pass with or without modification(s), the following Resolutions as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 186 and all other applicable provision and rules (if any) of the Companies Act, 2013 consent of the company be and is hereby accorded to the board of directors of the company to make investments in shares, debentures and/or any other securities of other body corporate, or provide securities in relation to companies business beyond the permissible limit given under in one or more trenches provided that such total investment shall not exceed Rs. 50 Crores (Rupees Fifty Crores) at any point of time on behalf of the company."

7. Increase in salary of Mr. Sanjiv Kumar Argal, Manager of the Company:

To consider and, if thought fit, to pass with or without modification(s), the following Resolutions as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 the consent of the Company be and is hereby accorded to increase the remuneration payable to Mr. Sanjiv Kumar Argal, Manager of Company for residual period of his term of appointment with effect from 1st April, 2014, as set out in the explanatory statement of this notice, and within the limits prescribed in the Schedule V to the Companies Act, 2013."

"FURTHER RESOLVED THAT the Board of Directors or a Committee thereof be and is hereby authorized to alter or vary the remuneration within the provisions of Schedule V of the Companies Act, 2013, to the extent the Board of Directors or Committee thereof may consider appropriate, as may be permitted or authorized in accordance with the provision(s) of the Companies Act, 2013 or schedule(s) appended