



# MIRAJ

## DEVELOPERS LIMITED

Registered Office : 1st Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301

CIN : U45201RJ2007PLC023939

### NOTICE

NOTICE is hereby given that the 13<sup>th</sup> Annual General Meeting (“AGM”) of the Members of **MIRAJ DEVELOPERS LIMITED** will be held on **Monday, the 30<sup>th</sup> day of September, 2019** at 11:30 A.M. at the Registered Office of the Company at 1<sup>st</sup> Floor Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301 to transact the following business:-

#### ORDINARY BUSINESS:

**1. ADOPTION OF FINANCIAL STATEMENT (INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS) TOGETHER WITH REPORT OF THE BOARD OF DIRECTORS AND AUDITORS:**

To receive, consider and adopt the audited financial statement (including the consolidated financial statements) of the Company for the year ended March 31, 2019 and the reports of the Board of Directors (“the Board”) and Auditors thereon.

**2. APPOINTMENT OF DIRECTORS IN PLACE OF RETIRING DIRECTOR:**

To appoint a director in place of **Mr. Mantrraj Paliwal (DIN: 07117869)**, who retires by rotation and, being eligible, offers himself for re-appointment.

#### SPECIAL BUSINESS:

**3. APPOINTMENT AND APPROVAL OF REMUNERATION OF MR. RAJESH MEHTA AS MANAGING DIRECTOR OF THE COMPANY:**

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

“**RESOLVED THAT** pursuant to provisions of Sections 196, 197, 203 and read with Schedule V and other applicable provisions, rules if any, of the Companies Act 2013, including any statutory modifications or re-enactment(s) thereof, for the time being in force, and such other consents and permission as may be necessary, and subject to such modifications, variations as may be approved and acceptable to the appointee, the consent of the Members of the Company be and is hereby accorded to appoint Mr. Rajesh Mehta (DIN 07586158) as Managing Director of the Company for the period of five years with effect from 1<sup>st</sup> January, 2019 on the basis of remuneration for the period of three years and other terms and conditions set out in agreement to be entered into by the company with him and will be paid following monthly salary and subsequent Annual increments time to time given the overall remuneration shall not exceed the limits provided in Schedule V of the Companies Act, 2013.”



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<b>Particulars</b>	<b>Amount</b>
Basic Salary + DA	Rs. 176175.60
Uniform All./Helper Reimb.	Rs. 10276.91
HRA	Rs. 70470.24
Conv. Reimb./Car Reimb./Hire Chgs.	Rs. 29362.60
Medical Allowance	Rs. 7340.65
SP / HR Allow.	Rs. 6374.00
Other Fixed Allowance	Rs. 15000.00
<b>Gross Salary</b>	<b>Rs. 315000</b>

**“RESOLVED FURTHER THAT** in the event of absence or inadequacy of net profit in any financial year the remuneration payable to Mr. Rajesh Mehta (DIN 07586158) shall be governed by provisions of Schedule V of the Companies Act, 2013 or any Statutory modification thereof.”

**“RESOLVED FURHTER THAT** Mr. Madan Lal Paliwal and Mrs. Sushila Devi Paliwal Director(s) of the Company be and are hereby severally authorized to furnish declaration, digitally sign and submit necessary form with the Registrar of Companies and to do such other acts, deeds and things as may be necessary to give effect to the said resolution and to issue certified copy of the same.”

#### **4. INCREASE THE BORROWINGS LIMIT OF THE COMPANY:**

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

**“RESOLVED THAT** in supersession of the Special Resolution passed by the members of the Company at the 9<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2015 and pursuant to the provisions of section 180 (1) (c) of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for time being in force), consent of the members of the company be and is hereby accorded to the Board of Directors of the Company, to borrow any sum or sums of money, from time to time for the purpose of business of the Company, upon such terms and conditions and with/without security, as the Board of Directors may, in its absolute discretion, think fit and proper, notwithstanding the fact that the money or monies to be borrowed together with the monies already borrowed by the company (apart from the temporary loans obtained from the company’s bankers in the ordinary course of business) may exceed, at any time, the aggregate of the paid up capital of the Company, free reserves and securities premium provided, however, that the total



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amount of such exceeded borrowings shall not exceed, at any time, a sum of Rs. 200 Crores (Rupees Two Hundred Crores Only) on behalf of the Company.”

“**RESOVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take all such actions and to do all such acts, deeds, matters and things as may be necessary and/or expedient to give effect to this resolution.”

#### **5. MORTGAGE AND/OR CHARGE OF MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY:**

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

“**RESOLVED THAT** in supersession of the Special Resolution passed by the members of the Company at the 9<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2015 and pursuant to Section 180(1)(a) and other applicable provisions if any, of the Companies Act, 2013, consent of shareholders of the company be and is hereby accorded to the Board of Directors of the Company to pledge, mortgage, hypothecate and/or charge all or any part of the movable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders or debenture trustees to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed Rs. 200.00 Crores (Rupees Two Hundred Crores only) at any time.”

“**RESOLVED FURTHER THAT** the Board of Directors of the company be and is hereby authorized to finalise with Banks/Financial Institutions the documents for creating aforesaid mortgage and/or the charge and to do all such acts, deeds, matters and things as may be necessary, proper and expedient or incidental for giving effect to this resolution.”

#### **6. INCREASE IN INVESTMENT POWERS OF THE COMPANY:**

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



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“**RESOLVED THAT** in supersession of the Special Resolution passed by the members of the Company at the 9<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2015 and pursuant to the provisions of Section 186 and all other applicable provision and rules (if any) of the Companies Act, 2013, the consent of the members of the company be and is hereby accorded to the Board of Directors of the company to make loans or investments, in one or more trenches by subscription, purchase or otherwise in subsidiary (ies)/any body/bodies Corporate in India or abroad, 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)/ any body/ Body Corporate in India or abroad in excess of limit prescribed in section 186 of Companies Act, 2013 but subject to a maximum limit of Rs. 200 Crores (Rupees Two Hundred Crores Only) at any point of time on behalf of the company.”

By Order of the Board of Directors  
For **Miraj Developers Limited**

Sd/-

Name: **Dipesh Samriya**

Designation: **Company Secretary**

M. No.: **A41568**

Date: 03<sup>rd</sup> September, 2019  
Place: Nathdwara

Address **3 T 24, Prabhat Nagar Hiran Magri Sector No 5,  
Udaipur, Rajasthan, India, PIN-313002**



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### **NOTES:**

- 1. EXPLANATORY STATEMENT:** The Explanatory Statement pursuant to sub-section (1) of section 102 of the Companies Act, 2013 in respect of Special Business is annexed hereto and forms part of the Notice.
- 2. PROXY:** *A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UPTO AND NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. FURTHER, A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER. THE INSTRUMENT APPOINTING PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING.*

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.

### **3. PHYSICAL SHARE(S) TO DEMATERIALISE:**

Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or the Registrar & Share Transfer Agents (Bigshare Services Private Limited, Mumbai) for assistance in this regard.

### **4. SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE:**

Shareholders holding shares in physical mode are requested to –

- Opt for Dematerialization of their shareholding through NSDL of the SEBI registered Depository Participant.
- Avail nomination facility in respect of their shareholding in the Company by submitting Nomination Form SH-13 prescribed pursuant to the provisions of Section 72 of the Companies Act, 2013.



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- c. Contribute to the cause of Green Initiative by registering their e-mail addresses, thereby facilitating the Company to send them by way of an e-mail, copies of Notice/s, Annual Report etc.
  - d. Submit a notarized copy of their PAN Card, with a view to comply with KYC norms.
5. **NOTIFICATION BY SHAREHOLDERS:** Shareholders are requested to notify change of address, bank particulars, NECS particulars etc., if any, immediately at the registered office of the company in writing.
  6. **INSPECTION OF RECORDS:** Register of Contracts or arrangement in which Directors are interested as stipulated under Section 189 of the Companies Act, 2013 and Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 are open for inspection by members and others at the registered office of the company on all working days during business hours. The said Registers shall also be produced at the commencement of annual general meeting and shall remain open and accessible during the continuance of the meeting to a person having the right to attend the meeting.
  7. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of AGM.
  8. **GREEN INITIATIVE IN CORPORATE GOVERNANCE:** In terms of provisions of Section 101 and 136 of the Companies Act, 2013 and Rules made thereunder, Shareholders who have opted to receive the Notice convening the general meetings, Financial Statements, Board's Report, Auditors' Report etc. in electronic form, by registering their e-mail addresses with the Company, are being sent with such documents in the electronic form. **As a Shareholder of the Company; you are entitled to be furnished, free of cost, with the copies of such documents upon receipt of requisition from you to that effect.**
  9. **REGISTRATION OF E-MAIL ADDRESS:** 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.
  10. **CORPORATE MEMBERS:** Corporate Members are requested to send in advance, duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend the Annual General Meeting.



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11. **ATTENDANCE SLIP:** Members/proxies/authorized representative should bring and furnish the duly filled Attendance slip (copy enclosed herewith) along with a valid identity proof such as the PAN Card, Passport, AADHAR Card or Driving License and tender at the registration counters at the venue of the Annual General Meeting and seek registration before entering the meeting hall.
12. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copy of Annual Report to the Meeting.
13. Route Map showing directions to reach to the venue of the AGM is given at the end of this Annual Report.
14. Mr. Mantraraj Paliwal (DIN: 07117869) director retire by rotation and, being eligible, offer himself for re-appointment at the AGM. A brief details/resume of the said director is given below:



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## DETAILS OF DIRECTORS SEEKING APPOINTMENT OR RE-APPOINTMENT AND/OR FIXATION OF REMUNERATION AS REQUIRED UNDER THE SECRETARIAL STANDARD-2

Name of Director	Mr. Mantraraj Paliwal	Mr. Rajesh Mehta
DIN	07117869	07586158
Date of Birth	27/01/1997	05/11/1970
Nationality	Indian	Indian
Qualifications	Graduate	Graduate (B.Tech)
Expertise in specific Functional areas	Having academic knowledge of business administration.	Having vast practical experience of above 25 years
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	Appointment/Re-appointment, due to Retire by Rotation. No remuneration is being proposed /sought to be paid on appointment.	Basis of remuneration, terms and conditions set out in agreement to be entered into by the company with Managing Director.
The remuneration last drawn (March, 2019)	Nil	Rs. 3,15,000/-
Date of first appointment on the Board	28/02/2015	19/08/2016
Shareholding in the company	Nil	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Son of Mr. Madan Lal Paliwal and Mrs. Sushila Devi Paliwal, Director(s) of the Company	N.A.
The number of Meetings of the Board attended during the year (Financial Year 2018-19)	4 (Four)	4 (Four)
Other Directorships, Membership /Chairmanship of Committees of other Boards	Directorship: Five (5)	Directorship: One
	Chairperson of Committees: Nil	Chairperson of Committees: Nil
	Member of Committees: Nil	Member of Committees: Nil

By Order of the Board of Directors  
For **Miraj Developers Limited**

Sd/-

Name: **Dipesh Samriya**

Designation: **Company Secretary**

M. No.: **A41568**

Date: 03<sup>rd</sup> September, 2019

Place: Nathdwara

Address **3 T 24, Prabhat Nagar Hiran Magri Sector No 5,  
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### EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### ITEM NO. 3

Mr. Rajesh Mehta, Executive Director of the Company, having vast practical experience in real estate industry, has played an integral and significant role in growth of Company. Keeping in view of his role and responsibilities in the organization and his past working experience, the Board of Directors at their meeting dated 01<sup>st</sup> January, 2019, appointed Mr. Rajesh Mehta (DIN 07586158) as the Managing Director of the Company for a period of five years commencing from 01<sup>st</sup> January, 2019 therefore remuneration payable to him as Managing Director of the Company for a period of three (3) years commencing from 1<sup>st</sup> January, 2019 seeks/required approval of members in general meeting pursuant to the provisions of section 196, 197, 203 read with schedule V and other applicable provisions, rules if any, of the Companies Act, 2013. Hence, this remuneration is subject to the approval of the members of the Company in General Meeting by way of Special Resolution.

In the event of loss or inadequacy of profits in any financial year(s), during the currency of tenure of above mentioned Managing Director, the remuneration as mentioned in the resolution(s) shall be paid, as minimum remuneration, subject to the provisions of schedule V of the Companies Act, 2013 or any Statutory modification thereof, including approval of members of the Company.

The particulars required to be disclosed in the explanatory statement in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, are enclosed in a separate statement and forms a part of this notice. The particulars required to be disclosed in the explanatory statement in accordance with the provisions of Secretarial Standard-2 related to appointment or re-appointment and /or fixation of remuneration of Directors including Managing Director, are provided in notes to this notice and form an integral part.

Mr. Rajesh Mehta is interested in the resolution set out at Item Nos. 3 of the Notice, which pertain to his appointment and remuneration payable to him as Managing Director of the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company /their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the resolution set forth in Item no. 3 of the Notice for the approval of the members.



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### ITEM NO. 4 AND 5

In terms of Section 180 (1) (c) of the Companies Act, 2013 (the Act) in respect of the borrowing powers of the Board of Directors of a company, the Board of Directors of a company shall exercise the power to borrow monies, where the monies to be borrowed, together with the monies already borrowed by the company, apart from the temporary loans obtained from the company's bankers in the ordinary course of business, is in excess of the aggregate of its paid-up share capital, free reserves and securities premium, only with the consent of the company by a Special Resolution.

The Members of the Company at its 9<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2015 had accorded their consent to the Board of Directors for borrowing monies up to Rs. 150 Crore in addition to paid-up share capital of the Company, free reserves and securities premium, apart from temporary loans obtained/to be obtained from the bankers in the ordinary course of business. In View of eventualities, growth and future expansion of the Company's operations all over India it is expected that this limit may not be sufficient.

Further, In view of Section 180 (1) (c) of the Companies Act, 2013 relating to the borrowing powers of the Board and considering requirements for funds for the present business operations and future plans and additional working capital requirements of the Company, consent of shareholders by special resolution under Item No. 4 is proposed to be sought to enable the Board of Directors to borrow monies up to an aggregate amount not exceeding Rs. 200 Crores (Rupees Two Hundred Crore only) in excess of the paid up capital of the Company, free reserves and securities premium, and apart from the temporary loans obtained from the company's bankers in the ordinary course of business.

The borrowings of the Company may, if necessary, be secured by way of charge/ mortgage/ pledge/ hypothecation on the Company's assets comprising of the movable and/or immovable, tangible/ intangible properties of the Company, present or future, in favour of the lender(s)/agent(s)/trustee(s) from time to time, in such form, manner and ranking as mentioned in the Resolution at Item No. 4. The documents relating to charge and/or mortgage and/or pledge and/or hypothecation in favour of the lender(s)/agent (s)/trustees may contain the provisions to take over substantial assets of the Company in certain events with a power to take over the management of the business and concern of the Company, which may be regarded as disposal of the Company's undertaking(s) within the meaning of Section 180 (1) (a) of the Companies Act, 2013.



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As per Section 180 (1) (a) of the Companies Act, 2013, the Board of Directors of the Company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially whole of the undertaking of the company, only with the consent of the Company by a Special Resolution.

The Resolution under Item No. 5 is therefore proposed to be passed to seek consent of shareholders for creation of charge/ mortgage/ pledge/ hypothecation to secure borrowings subject to the limits approved under Section 180 (1) (c) of the Companies Act, 2013 and temporary loans obtained from the Company's Bankers in the ordinary course of business.

The Board of Directors recommends passing of the Special Resolutions at Item No. 4 and 5 of the Notice.

None of the Directors and the Key Managerial Personnel of the Company, including their relatives, is in any way, concerned or interested in the said resolutions.

### **ITEM NO. 6**

As per the provisions of Section 186 of the Companies Act, 2013, No company shall directly or indirectly (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more.

Under the provisions of Section 186 of the Companies Act 2013, the above powers can be exercised by the Board with the consent of the shareholders obtained by a Special Resolution. As such, it is necessary to obtain approval of the shareholders by means of a Special Resolution, for the authorizing Board to exercise aforesaid powers, in excess of 60% of the paid up Share Capital, Free Reserves and Securities Premium of the Company or 100% of Free Reserves and Securities Premium of the Company whichever is more, as prescribed under Section 186 of the Companies Act, 2013 from time to time, in one or more tranches, up to maximum limit of Rs. 200 Crores (Rupees Two Hundred Crores Only) notwithstanding that investments along with Company's existing loans or guarantee / security or investments shall be in excess of the limits prescribed under Section 186 or up to the limits so prescribed under Section 186, whichever is higher.

The Board of Directors recommends passing of the Special Resolutions at Item No. 6 of the Notice.



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None of the Directors and the Key Managerial Personnel of the Company, including their relatives, is in any way, concerned or interested in the said resolutions.

By Order of the Board of Directors  
For **Miraj Developers Limited**

Sd/-

Name: **Dipesh Samriya**

Designation: **Company Secretary**

M. No.: **A41568**

Date: 03<sup>rd</sup> September, 2019

Place: Nathdwara

Address **3 T 24, Prabhat Nagar Hiran Magri Sector No 5,  
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STATEMENT, PURSUANT TO THE PROVISIONS OF SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013 WITH RESPECT TO ITEM NO. 3 OF THE NOTICE:

### I. General Information:

(1) Nature of industry: **Real Estate Industry.**

(2) Date or expected date of commencement of commercial production:

**The Company commenced business from the date of its incorporation on 27<sup>th</sup> February, 2007**

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: **Not Applicable**

(4) Financial performance based on given indicators:

**The financial performance of the Company for last three years is as under:**

(Amount in Rupees)

Financial Parameter	Year ended		
	2017-18	2016-17	2015-16
Total Revenue	64,326,912	112,286,703	3,00,95,309
Net Profit /(Loss)	(103,046,070)	(63,013,006)	(79,370,310)
Dividend %	-	-	-
Paid up capital	116,116,650	100,971,000	100,971,000
Reserves and Surplus	1,107,143,102	929,994,647	993,007,653

(5) Foreign investments or collaborators, if any: **Not Applicable**

### II. Information about the appointee:

(1) Background details: **Mr. Rajesh Mehta is graduate in B.tech and having vast experience of more than 25 years in real estate industry. He is associated with company since 2016.**

(2) Past remuneration: **Rs. 3,15,000 /- p. m.**

(3) Recognition or awards: **N.A.**

(4) Job profile and his suitability:

**Mr. Rajesh Mehta is associated with Company as Director since August, 2016. Keeping in view of his roll and responsibilities, he was promoted as Managing Director w.e.f. 01.01.2019, for overall in-charge of the affairs of the Company, subject to superintendence, control and**



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*direction of the Board of Directors and accordingly, the day to day management and administration is vested in him.*

(5) *Remuneration proposed:*

***Rs. 3,15,000/- p.m. as set forth in the item no. 3 to the Notice for approval of members.***

(6) *Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)*

***The remuneration is in line with the industry standards.***

(7) *Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:*

***Mr. Rajesh Mehta is not related to any other Directors of the Company.***

### **III. Other information:**

(1) *Reasons of loss or inadequate profits:*

***The stringent market conditions in real estate industry and capital as well as revenue expenditure are the main reasons of inadequate profits.***

(2) *Steps taken or proposed to be taken for improvement:*

***Company wish to setup various real estate projects at different locations all over Rajasthan.***

***Furthermore, the Company believes that it will well position to capture significant growth opportunities and profitability because of its following principal competitive strengths:***

- 1. Extensive reach and market share***
- 2. Strong marketing and brokerage sales***
- 3. Brand name recognition***

(3) *Expected increase in productivity and profits in measurable terms:*

***The Company is focusing on strengthening its core competency in real estate sector, as well as the Company has taken initiatives to improve the position as against competing organizations and will continue in its endeavor to increase the market share in the real estate industry of the Company to improve profitability.***

***In addition to the above, certain strategic management/financial changes made during the previous financial years which would result in further cost reduction and thereby contributing to the profitability in the years to come.***



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### ATTENDANCE SLIP

CIN:	U45201RJ2007PLC023939
Name of the Company:	<b>Miraj Developers Limited</b>
Registered Office:	1 <sup>st</sup> Floor Miraj Campus Uper Ki Oden, Nathdwara Rajsamand, Rajasthan, India PIN-313301

13<sup>th</sup> Annual General Meeting – 30<sup>th</sup> September, 2019

Folio No.	
No. of shares held	

I certify that I am a member / proxy / authorised representative for the member of the Company.

I hereby record my presence at the 13<sup>th</sup> Annual General Meeting of the Company on Monday, the 30<sup>th</sup> Day of September, 2019 at 11:30 A.M. at the registered office of the Company at 1<sup>st</sup> Floor Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301

.....  
Name of Member / Proxy  
(in BLOCK letter)

.....  
Signature of Member / Proxy

**NOTE:** Please fill up this attendance slip and hand it over at the entrance of meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.



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### Form No. MGT-11

### PROXY FORM

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

CIN:	U45201RJ2007PLC023939
Name of the Company:	<b>Miraj Developers Limited</b>
Registered Office:	1 <sup>st</sup> Floor Miraj Campus, Uper Ki Oden Nathdwara, Rajsamand, Rajasthan, India PIN-313301
Name of the member(s):	
Registered address:	
E-mail Id:	
Folio No.	

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	

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 13<sup>th</sup> Annual General Meeting of the Company on Monday, the 30<sup>th</sup> day of September, 2019 at 11:30 A.M. at the registered office of the Company at 1st Floor Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India PIN-313301 and at any adjournment thereof in respect of such resolutions as are indicated below:





# MIRAJ

# DEVELOPERS LIMITED

Registered Office : 1st Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301

CIN : U45201RJ2007PLC023939

Resolution No.	Resolution	Vote (Optional See Note 2) (Please mention no. of Shares)		
		For	Against	Abstain
<b>ORDINARY BUSINESS</b>				
1	ADOPTION OF FINANCIAL STATEMENT (INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS) TOGETHER WITH REPORT OF THE BOARD OF DIRECTORS AND AUDITORS			
2	APPOINTMENT OF DIRECTORS IN PLACE OF RETIRING DIRECTOR			
<b>SPECIAL BUSINESS</b>				
3	APPOINTMENT AND APPROVAL OF REMUNERATION OF MR. RAJESH MEHTA AS MANAGING DIRECTOR OF THE COMPANY			
4	TO INCREASE THE BORROWINGS LIMIT OF THE COMPANY			
5	MORTGAGE AND/OR CHARGE OF MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY			
6	INCREASE IN INVESTMENT POWERS OF THE COMPANY			

Signed this.....day of.....2019

.....  
Signature of Member

.....  
Signature of Proxy holder(s)

Affix  
revenue  
stamp of not  
less than Re.  
1/-

**Notes:**

1. This form of proxy, in order to be effective should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
2. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

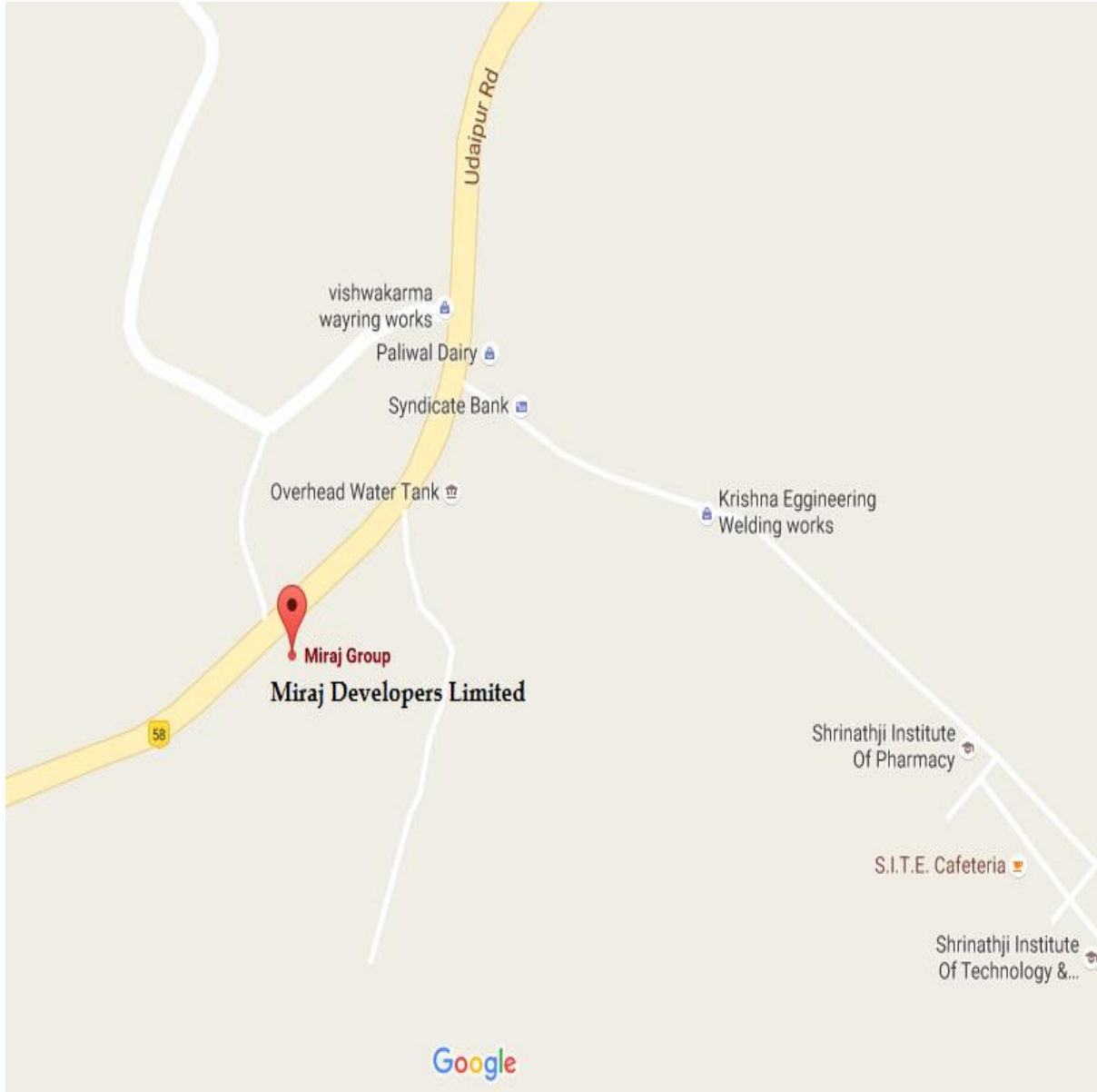


# MIRAJ

# DEVELOPERS LIMITED

Registered Office : 1st Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301  
CIN : U45201RJ2007PLC023939

## Route Map of the venue of the 13<sup>th</sup> Annual General Meeting of Miraj Developers Limited



**Miraj Developers Limited**

**1<sup>st</sup> Floor Miraj Campus, Uper Ki Oden**

**Nathdwara, Rajsamand, Rajasthan, India PIN-313301**

**If undelivered,**

**Please return to Registered Office of the Company at:**

**Miraj Developers Limited**

**1<sup>st</sup> Floor Miraj Campus, Uper Ki Oden**

**Nathdwara, Rajsamand, Rajasthan, India PIN-313301**