



# MAHALAXMI RUBTECH LIMITED

OFFSET PRINTING BLANKETS | TECHNICAL COATED FABRICS

Ref: MRT/CS/Correspondence/2025-26/17

Date:- 02<sup>nd</sup> September, 2025

To,

**BSE LIMITED**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001,  
Maharashtra,  
India.

**NATIONAL STOCK EXCHANGE OF INDIA LIMITED**

Exchange Plaza, Plot No. C/1, G - Block,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400 051,  
Maharashtra,  
India.

**Company Code: MHLXMIRU**

**Script Code: 514450**

**Trading Symbol: MHLXMIRU**

**Series: EQ**

Dear Sir/Madam,

## **Sub:- Notice of the 34<sup>th</sup> Annual General Meeting (AGM) of the Company**

This is to inform you that the 34<sup>th</sup> Annual General Meeting (AGM) of the Members of Mahalaxmi Rubtech Limited will be held on Saturday, the 27<sup>th</sup> September, 2025, at 11:30 a.m. (IST), through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in accordance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

In compliance with the Circulars, the Notice of the 34<sup>th</sup> AGM along with the Annual Report for the Financial Year 2024-25, has been sent only through electronic mode to those Members whose e-mail Id are registered with the Company/National Securities Depository Limited and Central Depository Services (India) Limited (“the Depositories”). A copy of the Notice of the 34<sup>th</sup> AGM along with the Annual Report for the Financial Year 2024-25 will also be available on the Company’s website i.e. [www.mrtglobal.com](http://www.mrtglobal.com); on the website of the BSE Limited and the National Stock Exchange of India Limited i.e. [www.bseindia.com](http://www.bseindia.com) & [www.nseindia.com](http://www.nseindia.com), respectively and on the website of Link Intime India Private Limited i.e. <https://instavote.linkintime.co.in>.

Further in accordance with Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015, please find enclosed herewith the Notice of the 34<sup>th</sup> AGM of the Company.

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

**FOR, MAHALAXMI RUBTECH LIMITED**



**KALPANA KUMARI**

**COMPANY SECRETARY**

**ICSI MEMBERSHIP NO.: A51657**

Encl:- Notice of the 34<sup>th</sup> Annual General Meeting of the Company.



CIN:- L25190GJ1991PLC016327

Registered office:- "Mahalaxmi House", YSL Avenue, Opp. Ketav Petrol Pump, Polytechnic Road, Ambawadi, Ahmedabad – 380 015, Gujarat.

Website:- [www.mrtglobal.com](http://www.mrtglobal.com); Ph. No.:- 079 – 4000 8000; E-mail Id:- [cs@mahalaxmigroup.net](mailto:cs@mahalaxmigroup.net)

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 34<sup>th</sup> Annual General Meeting ("AGM") of Mahalaxmi Rubtech Limited will be held, through Video Conferencing ("VC") / Other Audio-Visual Means ("OVAM"), on Saturday, the 27<sup>th</sup> Day of September, 2025, at 11.30 a.m., to transact the following businesses:-

### ORDINARY BUSINESSES:-

1. **TO RECEIVE, CONSIDER AND IF APPROVED, ADOPT THE AUDITED FINANCIAL STATEMENT OF THE COMPANY, FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2025 AND THE REPORTS OF THE BOARD AND AUDITORS THEREON:-**

"RESOLVED THAT the Audited Financial Statement of the Company, for the Financial Year ended on 31<sup>st</sup> March 2025, consisting of the Balance Sheet as at 31<sup>st</sup> March, 2025, the Statement of Profit & Loss, the Cash Flow Statement and Statement of Changes in Equity, for the Financial Year ended on that date and the Explanatory Notes annexed to or forming part thereof together with the Board's Report and Auditors Report thereon, be and are hereby adopted."

2. **TO APPOINT A DIRECTOR IN PLACE OF SHRI JEETMAL BHOORCHAND PAREKH (DIN: 00512415) WHO RETIRE BY ROTATION AT THIS AGM AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:-**

"RESOLVED THAT pursuant to the provisions of Section 152 & any other applicable provisions of the Companies Act, 2013, Shri Jeetmal Bhoorchand Parekh (DIN: 00512415) Director, liable to retire by rotation at this Annual General Meeting, being eligible and willing to offer himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

### SPECIAL BUSINESSES:-

3. **TO RATIFY REMUNERATION PAYABLE TO M/S. DALWADI & ASSOCIATES, COST AUDITOR OF THE COMPANY:-**

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 the provisions of Section 148 & any other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. Dalwadi & Associates (Firm Registration No.:- 000338), Practicing Cost Accountant, appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company, for the Financial Year ended on 31<sup>st</sup> March, 2026, at the remuneration of 80,000/- (Rupees Eighty Thousand Only) plus applicable taxes and out of pocket expenses, if any, incurred during the course of above audit, be and is hereby ratified."

4. **TO RE-APPOINT SECRETARIAL AUDITOR**

To consider and if thought fit, approve the appointment of M/s. Malay Desai & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years and to pass with or without modification(s), the following resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), and pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the Members be and is hereby accorded for the reappointment of **Mr. Malay Desai**, Proprietor of **M/s. Malay Desai & Associates**, Practicing Company Secretary (Membership No.: A48838; COP No.: 26051), as the **Secretarial Auditor** of the Company for a term of **five financial years commencing from Financial Year 2025-26 up to Financial Year 2029-30**, for conducting

- a) Secretarial Audit under Section 204 of the Companies Act, 2013;
- b) Issuance of Annual Secretarial Compliance Report under Regulation 24A of SEBI (LODR) Regulations, 2015; and
- c) Issuance of Reconciliation of Share Capital Audit Report under Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018, on such terms and remuneration as may be mutually agreed upon by the Board of Directors of the Company and Mr. Malay Desai.

**RESOLVED FURTHER THAT** the Board of Directors (including any Committee thereof) or the Company Secretary be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary or expedient to give effect to this resolution."

**5. CONTINUATION OF MR. JEETMAL B. PAREKH (DIN: 00512415) AS NON EXECUTIVE DIRECTOR OF THE COMPANY WHO HAS ATTAINED THE AGE OF 75 YEARS:-**

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

**"RESOLVED THAT** pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder, and other applicable laws, rules, regulations, and guidelines (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Board of Directors and the justification set out in the Explanatory Statement annexed hereto, the approval of the Members of the Company be and is hereby accorded for the continuation of Mr. Jeetmal Bhoorchand Parekh (DIN: 00512415) as Non- Executive Director on the Board of the Company, notwithstanding that he has attained the age of 75 (seventy-five) years, to hold office until the expiry of his current term.

**RESOLVED FURTHER THAT** any Director and/or the Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things and to sign and file all necessary documents, forms, returns and papers as may be required with the Registrar of Companies, stock exchanges, or any other authority, and to do all such acts and take all such steps as may be necessary or desirable in this regard to give effect to this resolution."

**6. TO REVISE THE MANAGERIAL REMUNERATION OF SHRI RAHUL J. PAREKH (DIN: 00500328), MANAGING DIRECTOR OF THE COMPANY:-**

In this regard, to consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:-

**"RESOLVED THAT** in partial modification of the Resolution passed at the 32<sup>nd</sup> Annual General Meeting of the Company held on 26<sup>th</sup> Day of September, 2023 and pursuant to the provisions of Section 196, 197, 198 & any other applicable provisions of the Companies Act, 2013 (Hereinafter referred to as the "Act") & the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Act (Including any statutory modification(s) or re-enactment thereof); and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Hereinafter referred to as "the SEBI (LODR) Regulations, 2015"), as amended from time to time; and upon recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, approval of the Members of the Company be and are hereby accorded to revise the managerial remuneration of Shri Rahul J. Parekh (DIN: 00500328), Managing Director of the Company, with effect from 01<sup>st</sup> April 2025, for the remaining tenure of his office, as set out in the Explanatory Statement annexed to the Notice convening this AGM.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to vary or increase the remuneration as specified, from time to time, to the extent of the Board of Directors as it may deem fit, provided that such variation or increase, as the case may be, is within the overall limits, as specified under the relevant provisions of the Act, the SEBI (LODR) Regulations, 2015 and/or as approved by the Central Government or such other competent Authority.

**RESOLVED FURTHER THAT** in case of any event in the Financial Year, during the tenure of the Managing Director, the Company does not earn any profits or earns inadequate profits, as contemplated under the provisions of Schedule V of the Act, the Company may pay to the Managing Director, the above remuneration excluding commission amount payable on profits, earned as the minimum remuneration by way of salary and allowances as specified and subject to receipt of the requisite approvals, if any required.

**RESOLVED FURTHER THAT** any one of the Directors of the Company be and is hereby authorized to file necessary E-Forms with the Registrar of Companies, Ahmedabad and to undertake all such acts, deeds, matters and things to finalise and execute all such deeds, documents and writings, as may be deemed necessary, proper, desirable and expedient in its absolute discretion, to enable these Resolution and to settle any question, difficulty or doubt that may arise in this regard."

BY ORDER OF THE BOARD OF DIRECTORS  
FOR, MAHALAXMI RUBTECH LIMITED

KALPANA KUMARI

COMPANY SECRETARY

ICSI MEMBERSHIP NO.:- A51657

DATE:- 12<sup>th</sup> AUGUST, 2025

PLACE:- AHMEDABAD

**NOTES:-**

1. The Ministry of Corporate Affairs ("MCA") issued the General Circular Nos.:- 14/2020 dated 08<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 05<sup>th</sup> May, 2020 and 09/2023 dated 25<sup>th</sup> September, 2023, and latest being 09/2024 dated 19<sup>th</sup> September, 2024 (Collectively referred to as "the MCA Circulars") has allowed conducting Annual General Meeting through VC/OAVM, without the physical presence of the Members at a common venue. The Securities and Exchange Board of India ("the SEBI") has also issued the Circular Nos.:- SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07<sup>th</sup> October, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities Exchange Board of India ("Collectively referred to as "the SEBI Circulars") prescribing the procedures and manner of conducting the Annual General Meeting through VC/OVAM without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the SEBI Circulars, provisions of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI (LODR) Regulations, 2015"), In terms of the said circulars, the



34<sup>th</sup> Annual General Meeting ("AGM") of the Members will be held through VC/ OAVM, which does not require the physical presence of the Members. The deemed venue for the AGM shall be the Registered Office of the Company. In accordance with the MCA Circulars, Special Businesses mentioned at Item No. 3 to 6 of the Notice are considered as unavoidable in nature by the Board of Directors of the Company.

2. Since this AGM is being held through VC/OAVM, the physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of the Proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to the Notice. However, a Body Corporate Member are entitled to appoint an Authorised Representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting. The Body Corporate Member intending to authorize its Representative to attend the AGM is requested to submit to the Company, a certified true copy of the Board Resolution/Authorization document, authorizing their Representative to attend and vote, on its behalf at the AGM.
  3. The Register of Members and Transfer Book of the Company will remain closed from Saturday, the 20<sup>th</sup> day of September, 2025 to Saturday, the 27<sup>th</sup> day of September, 2025 (Both days inclusive) for the purpose of 34<sup>th</sup> AGM.
  4. The Company has engaged the services of MUFG Intime India Private Limited ("MUFG"), who is also a Registrar to an Issue and Share Transfer Agent ("RTA") of the Company, as the Authorized Agency for conducting the e-AGM, providing Remote E-Voting and E-voting facility for/during the AGM of the Company. The instruction for participation by the Members is given in the subsequent paragraphs.
  5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the Quorum under Section 103 of the Act.
  6. The Explanatory Statement setting out material facts, pursuant to Section 102 of the Act, Secretarial Standard – 2 on the General Meetings and Regulation 36 of the SEBI (LODR) Regulations, 2015, in respect of the Special Businesses mentioned at Item No. 3 to 6 of the Notice is annexed hereto.
  7. As per the provisions of Section 124(6) of the Act, unclaimed Dividend is liable to be transferred to the Investor Education and Protection Fund ("IEPF") of the Central Government after the expiry of seven years from the date they become due for payment. As per Section 124 of the Act, the amount of Dividend for the subsequent years remaining unpaid or unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company shall be transferred to the IEPF. Currently, there are no Dividend outstanding which are required to be transferred to the IEPF.
  8. In compliance with the MCA Circulars and the SEBI Circulars, Notice of the AGM along with the Annual Report for the F.Y. 2024- 25, is being sent only through electronic mode to those Members whose E-mail IDs are registered with the Company or National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL") ("the Depositories"). The Members may note that the Notice and the Annual Report for the F.Y. 2024-25 will also be available on the Company's website i.e. <https://mrtglobal.com/>; and on the website of the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") i.e. [www.bseindia.com](http://www.bseindia.com) & [www.nseindia.com](http://www.nseindia.com), respectively.
  9. The Notice of the 34<sup>th</sup> AGM of the Company, inter alia, indicating the process and manner of e-voting is being sent to the Members, whose e-mail IDs are registered with the Company/Depositories, for communication purposes. In case the Shareholder's e-mail ID is already registered with the Company/Depositories, login details for E-voting shall be sent on the registered E-mail IDs.
  10. In case the Shareholder holding Shares in physical mode has not registered his/her E-mail ID with the Company/Depositories, He/ She may do so by sending a duly signed request letter to MUFG by providing Folio No. and Name of Shareholder at MUFG Intime India Private Limited (Unit:- Mahalaxmi Rubtech Limited), 5<sup>th</sup> Floor, 506-508, Amarnath Business Centre-I, (ABC-I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Ellisbridge, Ahmedabad – 380 009, Gujarat; Ph. No.:- 079 – 26465179; E-mail ID:- [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in).
  11. In case the Shares held in demat mode, the Shareholder may contact the Depository Participant ("DP") and register the E-mail ID in the demat account as per the process followed and advised by the DP.
  12. Brief resume of the Directors proposed to be appointed/reappointed, nature of expertise in functional areas, names of the Companies in which he/she hold Directorship and Membership/Chairmanship of the Board Committees and the Shareholding and other details, are hereto furnished as stipulated under Regulation 36 of the SEBI (LODR) Regulations, 2015 and other requisite information as per Secretarial Standards – 2 on the General Meetings are provided along with the Notice.
  13. The SEBI vide its Master Circular dated 07<sup>th</sup> May, 2024, has mandated Listed Companies to issue securities in demat form only while processing any service requests viz. issue of Duplicate Securities Certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of Securities Certificate; Endorsement; Sub-Division/Splitting of Securities Certificate; Consolidation of Securities Certificates/ Folios; Transmission and Transposition.
- In view of the same and to eliminate all risks associated with physical Shares and avail various benefits of dematerialisation, the Members are advised to dematerialise the Shares held by them in physical form.
14. The Members are advised to avail the nomination facility in respect of Shares held by them pursuant to the provisions of Section 72 of the Act. The Members holding Shares in dematerialized mode are requested to intimate all changes pertaining to their bank details, power of attorney, change of address/name, Income Tax Permanent Account Number (PAN), etc. to their DP only. Changes intimated to the DP will be automatically reflected on the Company's record which will help the Company and its RTA to provide efficient & better

services. The Members holding the Shares in physical mode are requested to intimate all above mentioned changes to MUFG or the Company as soon as the change occurs.

15. The Members holding Shares in physical form and wishing to avail of the nomination facility, are requested to send the duly filled in nomination in the prescribed Form SH-13 and for cancellation/variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect with Shares held in electronic/demat form, the nomination form may be filed with the respective DP.
16. The SEBI, vide Circular No.: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16<sup>th</sup> March, 2023, has made it mandatory to furnish PAN, nomination, contact details, bank account details and specimen signature, by holders of physical Securities.

Folios wherein any one of the said document/details are not available on or after 01<sup>st</sup> October, 2023, shall be frozen by the Company/ RTA. The Shareholders whose Folios have been frozen shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing the complete documents/details as mentioned and for any payment including Dividend, interest or redemption payment only through electronic mode with effect from 01<sup>st</sup> April, 2024.

Further, the Shareholders holding Shares in physical mode were to link their PAN with Aadhaar number, by 31<sup>st</sup> March, 2023, as extended by the Central Board of Direct Taxes (CBDT). Accordingly, from 01<sup>st</sup> April, 2023 or any other date as may be specified by the CBDT, the RTA shall accept only operative PAN i.e. linked with Aadhar number. The folios in which PANs are not linked with Aadhar numbers as on the notified cut-off date of 31<sup>st</sup> March, 2023 or any other date as may be specified by the CBDT, shall be frozen.

Further, as per the above Circular of the SEBI, the frozen Folios shall be referred by the RTA/Company to the Administering Authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on 31<sup>st</sup> December, 2025. Keeping the above statutory requirements in view, the Members holding Shares in physical form are requested to furnish valid PAN, nomination, contact details, bank account details and specimen signature, immediately to the RTA/Company in the required forms, to ensure that, their Folios are not frozen on or after 01<sup>st</sup> October, 2023. The Company had sent communication letters on above to respective Shareholders for submission of required documents.

17. The Members seeking any information or clarification on the accounts are requested to send in written queries to the Company, at least one week before the date of the AGM, replies will be provided in respect of such queries received in writing, only at the AGM.
18. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in the Notice can be obtained for inspection by writing to the Company at its e-mail ID:- cs@mahalaxmigroup.net, till the date of the AGM.
19. Non-Resident Indian Shareholders are requested to inform about the change in the residential status on return to India for permanent settlement, immediately to the Company or its Registrar and Share Transfer Agent or the concerned DP, as the case may be.
20. The Company has created an exclusive e-mail ID:- cs@mahalaxmigroup.net, for quick redressal of Shareholders/Investors grievances.
21. The Company is having depository arrangement with the NSDL and CDSL to facilitate the Shareholders to hold and trade the Company's Equity Shares in electronic form. Interested Shareholders can avail this facility by opening a beneficiary account with the DP. For more details, the Shareholders may contact the Company's RTA, MUFG Intime India Private Limited (Unit:- Mahalaxmi Fabric Mills Limited), 5<sup>th</sup> Floor, 506-508, Amarnath Business Centre-I, (ABC-I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Ellisbridge, Ahmedabad – 380 009, Gujarat; Ph. No.: 079 – 26465179; E-mail ID:- ahmedabad@linkintime.co.in.
22. The Board of Directors of the Company has appointed Shri Malay Desai, Proprietor of M/s. Malay Desai & Associates (Membership No.: A48838 and CoP No.: 26051), Company Secretary, having Office at 1503, West Port, Nr. Taj Sky Line, Sindhubhavan Road, Ahmedabad - 380 058, Gujarat, to act as a Scrutinizer for conducting the E-voting and Remote E-voting process in a fair and transparent manner.
23. The Scrutinizer will submit his Report to the Chairman after completion of the scrutiny. The result of the voting on the Resolutions at the AGM shall be announced by the Chairman or any other person authorized by him immediately after the results are declared.

The results declared along with the Scrutinizer's report, will be posted on the website of the Company i.e. <https://mrtglobal.com/> on the website of the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") i.e. [www.bseindia.com](http://www.bseindia.com) & [www.nseindia.com](http://www.nseindia.com), respectively; and on the website of E-Voting Agency i.e. <https://instavote.linkintime.co.in>, immediately after the declaration of the results by the Chairman or any other person authorized by him.

24. Voting through electronic means:-
  - a) The business as set out in the Notice may be transacted through electronic voting system. In compliance with the provisions of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, Secretarial Standards – 2 on the General Meetings and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to offer the facility of voting through electronic means to all its Members to enable them to cast their votes electronically. The Company has made necessary arrangements with the RTA to facilitate the Members to cast their votes from a place other than the venue of the AGM (Remote E-voting).
  - b) A Person whose name is recorded in the Register of Members/Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting or voting at the AGM. The Persons who are not Members as on the cut-off date should treat the Notice for information purpose only.



## NOTICE OF 34<sup>TH</sup> AGM

- c) The Notice will be displayed on the website of the Company i.e <https://mrtglobal.com/>; on the website of the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") i.e. [www.bseindia.com](http://www.bseindia.com) & [www.nseindia.com](http://www.nseindia.com), respectively; and on the website of E-Voting Agency i.e. <https://instavote.linkintime.co.in>.
- d) The Members who have cast their vote by Remote E-Voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- e) The Members whose names appear in the Register of Members/Register of Beneficial Owners maintained by the Depositories as on cut-off date are entitled to vote on Resolutions set forth in the Notice. Eligible Members who have acquired Shares after the dispatch of the Annual Report and holding Shares as on the cut-off date may approach the RTA for issuance of the User ID and Password for exercising their right to vote by electronic means.
- f) The Remote E-voting period will commence at 09:00 a.m. (IST) on Wednesday, the 24<sup>th</sup> Day of September, 2025 and will end at 05:00 p.m. (IST) on Friday, the 26<sup>th</sup> Day of September, 2025. During this period, the Members of the Company, holding Shares in physical form/dematerialized form, as on the cut-off date i.e. Saturday, the 20<sup>th</sup> Day of September, 2025, may cast their vote by Remote E-Voting. The Remote E-Voting module shall be disabled by the RTA for voting thereafter.

BY ORDER OF THE BOARD OF DIRECTORS  
FOR, MAHALAXMI RUBTECH LIMITED

DATE:- 12<sup>th</sup> AUGUST, 2025  
PLACE:- AHMEDABAD

KALPANA KUMARI  
COMPANY SECRETARY  
ICSI MEMBERSHIP NO.:- A51657

### REMOTE E-VOTING INSTRUCTION:-

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

*Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.*

#### Login method for Individual shareholders holding securities in demat mode:

##### Individual Shareholders holding securities in demat mode with NSDL

##### METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- b) Click on "Beneficial Owner" icon under "IDeAS Login Section".
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

##### Shareholders not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- c) Enter the last 4 digits of your bank account / generate 'OTP'
- d) Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



##### METHOD 2 - NSDL e-voting website

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.

- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**METHOD 3 - NSDL OTP based login**

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders registered with CDSL Easi/ Easiest facility****METHOD 1 - CDSL Easi/ Easiest facility:**

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com) & click on New System Myeasi Tab.
- b) Enter existing username, Password & click on “Login”.
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Shareholders not registered for Easi/ Easiest facility:**

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

**METHOD 2 - CDSL e-voting page**

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders holding securities in demat mode with Depository Participant**

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.**

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

**STEP 1: LOGIN / SIGNUP to InstaVote**

Shareholders registered for INSTAVOTE facility:

a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.

b) Enter details as under:

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click “Submit”.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)

**Shareholders not registered for INSTAVOTE facility:**

a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
  - o Shareholders holding shares in NSDL form, shall provide ‘D’ above
  - o Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above
5. Set the password of your choice.  
(The password should contain minimum 8 characters, at least one special Character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click “Submit” (You have now registered on InstaVote).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

Post successful registration, click on “Login” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

**STEP 2: Steps to cast vote for Resolutions through InstaVote**

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.
- B. Select ‘View’ icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- D. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

**Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)****STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).

- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

**STEP 2 – Investor Mapping**

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu Section
- C. Map the Investor with the following details:
- 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
  - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
  - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
  - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

**STEP 3 – Steps to cast vote for Resolutions through InstaVote**

The corporate shareholder can vote by two methods, during the remote e-voting period.

**METHOD 1 - VOTES ENTRY**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.  
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**METHOD 2 - VOTES UPLOAD**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**Helpdesk:****Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000.

**Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**Forgot Password:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Click “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

**General Instructions - Shareholders**

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

BY ORDER OF THE BOARD OF DIRECTORS  
**FOR, MAHALAXMI RUBTECH LIMITED**

**KALPANA KUMARI**  
COMPANY SECRETARY  
ICSI MEMBERSHIP NO.:- A51657

DATE:- 12<sup>th</sup> AUGUST, 2025  
PLACE:- AHMEDABAD

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:-****ITEM NO. 3:-****TO RATIFY REMUNERATION PAYABLE TO M/S. DALWADI & ASSOCIATES, COST AUDITOR OF THE COMPANY:-**

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved appointment of M/s. Dalwadi & Associates (Firm Registration No.:- 000338), Practicing Cost Accountant, to conduct the audit of the cost records of the Company, for the F.Y. ended on 31<sup>st</sup> March, 2026.

In accordance with the provisions of Section 148 & any other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration to Cost Auditors, recommended by the Audit Committee and approved by the Board, shall be ratified subsequently by the Members of the Company.

The Board is of the opinion that the fees quoted by M/s. Dalwadi & Associates are reasonable and in line with the rates prevailing in the market for similar assignment.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned/interested, financially/otherwise, in Resolution set out at Item No. 3 of the Notice.

The Board of Directors of the Company recommends the Resolution set out at Item No. 3 to the Notice as an Ordinary Resolution, for your approval.

**ITEM NO. 4:- TO RE-APPOINT SECRETARIAL AUDITOR**

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 ("SEBI Listing Regulations"), on the basis of recommendation of Board of Directors, the Company shall appoint or re-appoint an individual as Secretarial Auditor for not more than one term of five consecutive years; or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of the shareholders in Annual General Meeting ("AGM").

Based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. Malay Desai & Associates ("Malay Desai"), Company Secretaries in Practice, (Peer Review Number:6426/2025), as the Secretarial Auditors of the Company for a period of five consecutive financial years from 2025-26 to 2029-30. The appointment is subject to shareholders' approval at the AGM.

While recommending Malay Desai for appointment, the Audit Committee and the Board based on past audit experience of the audit firm particularly in auditing large companies, valued various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the various business segments, the clientele it serves, and its technical expertise.

Pursuant to Regulation 36(5) of SEBI Listing Regulations as amended, the credentials and terms of appointment of Malay Desai are as under:

Malay Desai stands as one of the renowned firm of practicing Company Secretaries, having excellence in compliance and governance. The firm's broad and comprehensive practice areas reflect its deep expertise across various domains, including corporate laws, capital market transactions, listing compliances, due diligence, and compliance & governance audits.

This extensive knowledge enables Malay Desai to be a trusted partner for businesses navigating intricate legal and regulatory landscapes.

Dedicated to excellence and a client-centric philosophy, Malay Desai offers tailored solutions within these diverse practice areas, ensuring clients achieve their business goals efficiently and effectively

The Board of Directors of the Company, at its meeting held on 28<sup>th</sup> May 2025, based on the recommendation of the Audit Committee, has approved the reappointment of Mr. Malay Desai, Proprietor of M/s. Malay Desai & Associates, Practicing Company Secretary, as the Secretarial Auditor of the Company for a period of five financial years from FY 2025-26 to FY 2029-30, for conducting the Secretarial Audit as required under Section 204 of the Companies Act, 2013.

Further, the Board also approved his appointment for issuing the Annual Secretarial Compliance Report under Regulation 24A of the SEBI (LODR) Regulations, 2015 and for conducting the Reconciliation of Share Capital Audit under Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 for the same period.

The Board of Directors of the Company recommends the Resolution set out at Item No. 4 to the Notice as an Ordinary Resolution, for your approval. None of the Directors, Key Managerial Personnel of the Company, or their relatives are concerned or interested in the said resolution.

**ITEM NO. 5:- CONTINUATION OF MR. JEETMAL B. PAREKH (DIN: 00512415) AS NON EXECUTIVE DIRECTOR OF THE COMPANY WHO HAS ATTAINED THE AGE OF 75 YEARS:-**

The Members are informed that Mr. Jeetmal Bhoorchand Parekh (DIN: 00512415) is serving as the Director of the Company. He has been associated with the Company for several decades and has played a pivotal role in the growth, operations, and strategic direction of the business. His leadership, deep industry knowledge, and continued guidance remain valuable to the Company.



As per the provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, no listed entity shall appoint or continue the directorship of a person as a Non-Executive Director who has attained the age of 75 years unless a special resolution is passed to that effect, and justification thereof is provided in the explanatory statement.

As the said regulation applies to Non-Executive Directors, and Mr. Jeetmal Bhoorchand Parekh is serving as Non- Executive capacity, the Company, as a measure of good corporate governance and transparency, seeks approval of the Members for his continuation as Director, until the expiry of his present term considering his vast experience, leadership abilities, and the continued benefit derived by the Company under his stewardship, the Board of Directors, at its meeting held on 28<sup>th</sup> May 2025 recommended the continuation of Mr. Jeetmal Parekh's directorship for the remainder of his current term.

No other Director, Key Managerial Personnel or their respective relatives except Shri Jeetmal B. Parekh, Chairman, Shri Rahul J. Parekh, Managing Director, Shri Anand J. Parekh, Jt. Managing Director, Shree Rajendra R. Mehta, Chief Financial Officer and their respective relatives, are, in any way, concerned/interested, financially/otherwise, in Resolution set out at Item No. 5 of the Notice, save and except as Shareholders and to the extent of their Shareholdings in the Company.

The Board of Directors of the Company recommends the resolution set out at Item No. 5 of the Notice as a Special Resolution for your approval.

**ITEM NO. 6:- TO REVISE THE MANAGERIAL REMUNERATION OF SHRI RAHUL J. PAREKH (DIN: 00500328), MANAGING DIRECTOR OF THE COMPANY:-**

The Board of Directors in its Meeting held on 12<sup>th</sup> August, 2025, upon recommendation of the Nomination and Remuneration Committee, approved the payment of remuneration of ₹ 48,00,000/- plus perquisites as specified, per annum, individually, to Shri Rahul J. Parekh (DIN: 00500328), Managing Director with effect from 01<sup>st</sup> April, 2025, for the remaining tenure of their office, subject to the approval of the Shareholders in the General Meeting.

Disclosure as required under Schedule V of the Companies Act, 2013 is given hereunder and annexed with the Notice.

Shri Rahul J. Parekh is the Promoters Directors of the Company. The remuneration was approved by the Board based on industry standards, responsibilities handled by him.

**Brief terms and condition of the revised remuneration of Shri Rahul J. Parekh are including allowances and perquisites:-**

Sr. No.	Particulars	Shri Rahul J. Parekh
1.	Salary	₹ 4,00,000/- (Rupees Four Lakhs Only) per month.
2.	PF contribution	Contribution to Provident Fund shall be as per the Rules of the Company.
3.	Gratuity	Gratuity payable shall not exceed half a month's basic salary for each completed year of service.
4.	Leave travel allowance	For self and family, once a year in accordance with the Rules of the Company.
5.	Car & telephone	The Company will provide car with driver. The cell phone and telephone facility at residence shall not be considered as perquisites. Use of cell phone/telephone shall be reimbursed.
6.	Personal accident insurance	For an amount, premium of which shall not exceed ₹ 20,000 per annum.
7.	Entertainment and other business	Entertainment, traveling and all other expenses incurred for the business of the Company shall be expenses reimbursed as per the Rules of the Company.
8.	Club fees	Membership fees and expense of two Clubs in India.
9.	Gas / water / Electricity	Actual expenditure (Incurred).
10.	Medical expenses	Reimbursement of medical expenses and medical policy for self and family.
11.	Other allowances, benefits and perquisites	Any other allowances, benefits and perquisites admissible to the Senior Officer of the Company as per the Rules of the Company.

**Other terms & conditions:-**

In the event of absence or inadequacy of profits in any Financial Year, salary and perquisites subject to the limits stipulated under Section 196 and 197 read with the Schedule V of the Companies Act, 2013, are payable. Reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company shall be allowed. The perquisites as listed above shall be valued as per the Income Tax Rules, 1962, as may be applicable.

All other existing terms and conditions of their appointment shall remain unchanged.

No other Director, Key Managerial Personnel or their respective relatives except Shri Jeetmal B. Parekh, Chairman, Shri Rahul J. Parekh, Managing Director, Shri Anand J. Parekh, Jt. Managing Director, Shree Rajendra R. Mehta, Chief Financial Officer and their respective relatives, are, in any way, concerned/interested, financially/otherwise, in Resolution set out at Item No. 6 of the Notice, save and except as Shareholders and to the extent of their Shareholdings in the Company.

The Board of Directors of the Company recommends the resolution set out at Item No. 6 of the Notice as a Special Resolution for your approval.

**1. DISCLOSURE RELATING TO APPOINTMENT/REAPPOINTMENT OF DIRECTOR IN THIS AGM PURSUANT TO REGULATION 36(3) OF THE SEBI (LODR), REGULATIONS, 2015 AND SECRETARIAL STANDARDS – 2 ON THE GENERAL MEETINGS:-**

<b>Name of the Director</b>	<b>Shri Jeetmal B Parekh</b>
Director Identification Number (DIN)	00512415
Date of Birth	07/07/1943
Qualification	B.com
Date of first appointment	27/08/1993
Brief resume and nature of expertise and experience in specific functional area	Shri Jeetmal B. Parekh is founder Member of the Company and first-generation entrepreneur and established the Mahalaxmi Group in 1991. He has a successful track record of over five decades in the home textile business and over three decades in international textile market. He has vast experience in production, quality control, marketing and export matters. He is responsible for strategic financial matters, including administration, corporate finance, corporate strategy, business development and risk management of the Company. Presently he is designated as Chairman Non-Executive-Non- Independent Director of the Company.
Remuneration last drawn	NIL
Number of Meetings of the Board attended during the Financial Year 2024-25	13
Shareholding in the Company including shareholding as a beneficial owner as on 31.03.2025	1289513
Disclosure of relationship between Directors inter-se	Father of Shri Rahul J. Parekh (Director) and Shri Anand J. Parekh (Director)
Name of Listed Entities in which the Person also holds Directorship	1. Mahalaxmi Rubtech Limited 2. Mahalaxmi Fabric Mills Limited 3. Globale Tessile Limited
Membership of Committees of the Board along with Listed Entities from which the Person has resigned in the past three years	<p><b>Mahalaxmi Rubtech Limited:-</b></p> <ol style="list-style-type: none"> <li>1. Member of Nomination and Remuneration Committee</li> <li>2. Member of Share Transfer Committee</li> </ol> <p><b>Mahalaxmi Fabric Mills Limited:-</b></p> <ol style="list-style-type: none"> <li>1. Member of Nomination and Remuneration Committee</li> <li>2. Member of Share Transfer Committee</li> </ol> <p><b>Globale Tessile Limited:-</b></p> <ol style="list-style-type: none"> <li>1. Member of Nomination and Remuneration Committee</li> <li>2. Member of Share Transfer Committee</li> </ol>