

Financial Year 2017 – 2018**(Formerly Known as Mittal Life Style Private Limited)****CIN: U18101MH2005PLC155786**

BOARD OF DIRECTORS

Shri Brijeshkumar J. Mittal	Chairman & Managing Director
Shri Pratik Brijeshkumar Mittal	Chief Financial officer & Director
Smt. Sudha Brijeshkumar Mittal	Woman (Non Executive) Director
Shri Praful Jadavji Shah	Independent Director
Shri Prasun Muljibhai Modi	Independent Director
Smt. Jalpa Shivshankar Purohit	Company Secretary and Compliance Officer

AUDIT COMMITTEE

Shri Prasun Muljibhai Modi	Chairman
Shri Praful Jadavji Shah	Member
Shri Brijeshkumar J. Mittal	Member

NOMINATION & REMUNERATION COMMITTEE

Shri Praful Jadavji Shah	Chairman
Shri Prasun Muljibhai Modi	Member
Shri Sudha Brijeshkumar Mittal	Member

Stakeholder Relationships Committee

Shri Praful Jadavji Shah	Chairman
Shri Prasun Muljibhai Modi	Member
Shri Pratik Brijeshkumar Mittal	Member

COMPANY INFORMATION

REGISTERED OFFICE:

Unit No. 8/9, Ravikiran, Ground Floor,
New Link Road, Andheri (W)
Mumbai City – 400053, Maharashtra

CONTACT DETAILS:

Tel.: +91 22 26741792

Fax: +91 22 26741787

Website: www.mittallifestyle.in

CIN: U18101MH2005PLC155786

Email: jalpapurohit@mittallifestyle.in

STATUTORY AUDITORS:

JAIN JAGAWAT KAMDAR AND CO.
CHARTERED ACCOUNTANTS
301-302, Poonam Pearl,
Next to Himachal Society,
Opp. New India Colony,
Juhu Lane, Andheri (west)
Mumbai- 400058,
Maharashtra

REGISTRAR AND TRANSFER AGENTS:

Bigshare Services Pvt Ltd,
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri (E), Mumbai 400059
Maharashtra, India
Telephone: +91 22 62638200
E-mail: info@bigshareonline.com
Website: www.bigshareonline.com

BANKERS:

- Bank of Maharashtra
- ICICI Bank Ltd

NOTICE

NOTICE is hereby given that the 13th Annual General Meeting of the Members of M/s. **Mittal Life Style Limited** (formerly known as Mittal Life Style Private Limited) will be held at registered office of the Company at Unit No. 8/9, Ravikiran, Ground Floor, New Link Road, Andheri (West) Mumbai 400053, Maharashtra on Saturday, 29th day of September, 2018 at 2:00 p.m. to transact the following business:

ORDINARY BUSINESS:

- 1. To Consider, adopt and approve the Audited Financial Statements of the company for the Financial Year ended on 31st March, 2018 and the Reports of Board of Directors and the Auditors' thereon and in this regard to pass with or without modification the following resolution as Ordinary Resolution:**

"RESOLVED THAT audited financial statements of the company for the financial year ended March 31, 2018 including Balance Sheet, Profit and Loss Account and Cash Flow Statement along with the necessary annexures and the reports of the board of directors and auditors' thereon laid before this meeting, be and are hereby considered, adopted and approved."

- 2. To appoint Mrs. Sudha Brijeshkumar Mittal (holding DIN 01353814), who retires by rotation and being eligible, offers herself for reappointment and in this regard, pass the following resolution as Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Sudha Brijeshkumar Mittal (holding DIN 01353814), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

- 3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting of the Company until the conclusion of 18th Annual General Meeting to be held in the year 2022 and to fix their remuneration and in this regard to consider and, if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:**

"RESOLVED THAT M/s. Jain Jagawat Kamdar and Co., Chartered Accountants (FRN: 122530W) be and is appointed as Statutory Auditors of the Company from the conclusion of this Annual General Meeting of the Company until the conclusion of 18th Annual General Meeting of the Company to be held in the year 2022 and that the Board of Directors of the Company be and is hereby authorize to fix their remuneration and reimbursement of actual out of pocket expenses, as may be incurred in the performance of their duties from time to time."

SPECIAL BUSINESS:

4. To approve Related Party Transactions u/s 188 of the Companies Act, 2013 and to consider and if thought fit, to pass, with or without modification(s), the following as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to Board of Directors to enter into any contract or arrangements with related parties namely, Denim Feb (Mumbai) Pvt Ltd, JK Denim Feb Private Limited, as well as with Key Managerial Personnel(s) as well as their relatives as mentioned in AOC-2 with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or its subsidiary or associate Company or reimbursement of any transaction or any other transaction of whatever nature with related parties up to Rs. 25 Crore p.a. for each type of transaction.

“RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to this Resolution.”

Regd. Office:
Unit No.8/9, Ground Floor,
Ravikiran,
New Link Road,
Andheri [W], Mumbai -
400053, Maharashtra

By Order of the Board
For, MITTAL LIFE STYLE LIMITED

Sd/-
Brijeshkumar J. Mittal
Chairman & Managing Director
DIN: 02161984

Sd/-
Pratik B Mittal
Director
DIN: 05188126

Date: 4th September, 2018

NOTES:

- PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 13TH ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND, ON A POLL, VOTE INSTEAD OF HIMSELF/HERSELF, SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding 50 [fifty] and holding in aggregate not more than ten (10) per cent of the total share capital of the Company. In case proxies proposed to be appointed by a Member holding more than ten (10) percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any such other person or shareholder.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting i.e. by 2.00 p.m. on Thursday, 27th September, 2018. A Proxy form is sent herewith. Proxy form submitted on behalf of the Companies, Societies, etc. must be supported by an appropriate resolution / authority, as applicable.

- In terms of Section 152 of the Companies Act, 2013, Mrs. Sudha Brijeshkumar Mittal (holding DIN 01353814), Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. The Board of Directors of the Company recommends her re-appointment.
- Relevant disclosure pursuant to Regulation 36(3) Of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 and Secretarial Standard on General Meetings (SS-2) issued by Institute of Company Secretaries of India, relating to directors seeking appointment/re-appointment at the Annual General Meeting of the Company:

NAME OF THE DIRECTOR	SUDHA BRIJESHKUMAR MITTAL
DIRECTOR IDENTIFICATION NO. (DIN)	01353814
DATE OF BIRTH	19-11-1961
DATE OF APPOINTMENT	31-08-2005
QUALIFICATION	B.A.
BRIEF RESUME INCLUDING EXPERTISE	Good Experience In the field of Administration
DIRECTORSHIP HELD IN OTHER COMPANIES	1.DENIM FEB (MUMBAI) PRIVATE LIMITED 2. JK DENIM FAB PRIVATE LIMITED
CHAIRMAN/MEMBER OF BOARD OF DIRECTORS COMMITTEE IN THE COMPANY	Nomination And remuneration Committee-Member
CHAIRMAN/MEMBER OF DIRECTORS OF OTHER PUBLIC	

COMPANY IN WHICH SHE IS DIRECTOR:	
a) Audit Committee	NIL
b) Shareholders Committee	NIL
c) Other Committees	NIL
NO. OF SHARES HELD IN COMPANY	150300

4. An explanatory statement pursuant to Section 102 of Companies Act, 2013, in respect of special business mentioned in the notice under item No. 4 is annexed hereto.
5. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office of the company on all working days during office hours.
6. Every shareholder entitled to vote at a meeting of the company or any resolution to be moved thereat, shall be entitled during the period beginning twenty-four hours prior the time fixed for the commencement of meeting and ending with the conclusion of the meeting, to inspect the proxies lodged at any time during the business hours of the Company, provided that the notice regarding the same should be submitted in writing three days before the meeting date, mentioning the intention to inspect the proxies of the Company.
7. Members are requested to contact Registrar and Transfer Agent (RTA) namely **Big share Services Private Limited. 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (E), Mumbai-400059, Maharashtra, India** for recording any change of address, bank mandate, ECS or nominations, for updation of email address and for redressal of complaints, members can contact the Compliance Officer at the Registered Office of the Company.
8. Members are requested to bring their client ID and DP ID numbers for easy identification of attendance at the meeting.
9. Members are requested to bring their copies of Annual Report at the meeting. Shareholders seeking any information with regard to account are requested to write to the Company early so as to enable the Management to keep the information ready.
10. Members / Proxies are requested to bring with them the attendance slip duly filled in and hand it over at the entrance.
11. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail addresses so far are requested to register their e-

mail address so that they can receive the Annual Report and other communication from the Company electronically. Members are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.

12. Shareholders are informed that voting shall be done by the means of polling paper. The Company will make the arrangements of polling papers in this regard at the Meeting's Venue.
13. The Board of Directors of the Company has appointed Mr. Malay Shah, Proprietor of M/s. Malay shah & Associates, Practicing Company Secretary, Mumbai as scrutinizer, for conducting the poll paper voting process in a fair and transparent manner.
14. The resolution will be taken as passed effectively on the date of announcement of the result by the Chairman of the Company, if the result of the poll paper voting indicates that the requisite majority of the Shareholders had assented to the resolution.
15. The Scrutinizer shall after the completion of the voting, count the votes cast in favour or against and mention them in his report to the Chairman or a person authorized by him in writing who shall countersign the same and declare the result of voting forthwith. After declaration, the voting result will be declared on the Company's website: <https://mittallifestyle.in/> besides communicating the same to CDSL and Bigshare Services Private Limited, Registrar and Share Transfer Agents on the said date and also to National Stock Exchange, SME Emerge Platform where the shares of the Company are listed.
16. Shareholders may note that the notice of the meeting has been placed on the Company's website: <https://mittallifestyle.in/>.
17. In case of joint holding, the Voting Poll Paper Form must be completed and signed (as per the specimen signature registered with the Company) by the first named shareholder and in his/her absence, by the next named shareholder.
18. Unsigned or incomplete and improperly or incorrectly ticked Voting Poll Papers shall be rejected.
19. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members are therefore requested to submit their PAN to their Depository Participants (DP).
20. The route map showing the direction to reach the venue of Annual General Meeting is annexed.

EXPLANATORY STATEMENTS PURSUANT TO SECTION 102[1] OF THE COMPANIES ACT, 2013

The following statements set out all material facts relating to Special Business mentioned in the accompanying Notice.

ITEM NO. 4:- APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTIONS BY THE COMPANY:

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain prior approval of the Board of Directors and in case of the listed Company having a paid up share capital of rupees Ten crore or more, prior approval of the shareholders by way of a Special Resolution must be obtained:

1. Sale, purchase or supply of any goods or materials;
2. Selling or otherwise disposing of, or buying, property of any kind;
3. Leasing of property of any kind;
4. Availing or rendering of any services;
5. Appointment of any agent for purchases or sale of goods, materials, services or property;
6. Such related party's appointment to any office or place of profit in the company, its subsidiary company or associate company and
7. Underwriting the subscription of any securities or derivatives thereof, of the Company. The Board of Directors of the Company took note that the Company being in existence for last three decades has developed into a financial institution with efficient systems, competent credit management practices and stringent operational control processes, thus, may extend the required support to its associate Companies.

In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013.

The particulars of the transaction pursuant to the provisions of Section 188 and the Companies (Meetings of Board and its Powers) Rules, 2014 are as under:

(1) Name of the Related Party:

(2) Name of the Director or Key Managerial Personnel who is related, if any, as provided in table below:

(3) Nature of Relationship:

SR. NO.	Name of Director/KMP	Name of related party	Nature of transaction as per Section 188 of the Companies Act, 2013
1	1. Brijesjkumar Mittal - Managing Director 2. Pratik Mittal – Director & CFO(KMP)	Key Managerial personnel and their relatives	Interest & Rent paid

MITTAL LIFE STYLE LIMITED**NOTICE TO SHAREHOLDERS**

	3. Sudha B. Mittal – woman Director 4. Pallavi Pratik Mittal - Relative of Key Managerial Personnel 5. Brijesh Mittal HUF – HUF of Key Managerial Personnel 6. Pratik Mittal HUF - HUF of Key Managerial Personnel.		
2	Denim Feb (Mumbai) Pvt Ltd	Company	Purchase
3	JK Denim Feb Pvt Ltd	Company	Purchase

The members are further informed that no members of the Company being a related party or having any interest in the resolution as set out at item No. 4 shall be entitled to vote on this special resolution. The Board of Directors recommends the resolution set forth in item No. 4 for approval of the Members. Except Promoter Directors and their relatives (to the extent of their shareholding interest in the Company), no other director or Key Managerial Personnel or their relatives, is concerned or interested, financially or otherwise, in passing of this resolution.

Regd. Office:
Unit No.8/9, Ground Floor,
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New Link Road,
Andheri [W], Mumbai -
400053, Maharashtra

By Order of the Board
For, MITTAL LIFE STYLE LIMITED

Sd/-
Brijeshkumar J. Mittal
Chairman & Managing Director
DIN: 02161984

Sd/-
Pratik B Mittal
Director
DIN: 05188126

Date: 4th September, 2018