



# MITTAL LIFE STYLE LIMITED

Unit No. 8/9,Ravi Kiran, New Link Road,Andheri-(West), Mumbai, MH 400053

Tel:- 022 26741787 / 26741792. Website:-[www.mittallifestyle.in](http://www.mittallifestyle.in)

Email:- [info@mittallifestyle.in](mailto:info@mittallifestyle.in) / [cmd@mittallifestyle.in](mailto:cmd@mittallifestyle.in)

CIN : L18101MH2005PLC155786

To,  
National Stock Exchange of India Ltd (NSE)  
Listing Department  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051

November 29, 2021

**Subject: Postal Ballot Notice under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we hereby enclose a copy of Postal Ballot Notice and Calendar of Events for seeking approval of its members by way of Ordinary and Special Resolution for the Special Businesses set out in the Postal Ballot Notice dated November 27, 2021.

The Company has completed the dispatch of Postal Ballot Notice on Monday, November 29, 2021 to all the members of the Company whose name appeared in the Register of Member / Beneficial owner received from Registrar and Share Transfer Agent, National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) as on November 26, 2021 (Cut- off date).

The Company has engaged the service of National Securities Depository Limited (NSDL) for providing e-voting facility to the members of the Company.

E-voting period will commence on Wednesday, December 01, 2021 at 9.00 A.M. (IST) and end on Thursday, December 30, 2021 at 5.00 P.M.(IST). The results of the voting by Postal Ballot (through remote e-voting) will be announced on or before Saturday, January 01, 2022.

The above information will also be made available on the website of the Company i.e. [www.mittallifestyle.in](http://www.mittallifestyle.in).

Kindly take the above information on your record.

Thanking You.

Yours Faithfully,

For Mittal Life Style Limited

  
Jalpa Purohit  
Company Secretary &  
Compliance Officer





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## NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22(1) of the Companies (Management and Administration) Rules, 2014]

Dear Members,

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act"), read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), including any statutory modification or re-enactment thereof for the time being in force, Secretarial Standards on General Meetings ("SS-2"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2018 ("Listing Regulations") read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, General Circular No. 22/2020 dated 15<sup>th</sup> June, 2020 and General Circular No. 33/2020 dated 28<sup>th</sup> September, 2020 issued by the Ministry of Corporate Affairs (collectively "MCA General Circulars"), for seeking the approval of the Members of the Company by way of **Special Resolution** for Item No. 1 for the businesses set out hereunder through Postal Ballot through remote E-Voting ("Postal Ballot/ E-Voting").

The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 pertaining to the resolution proposed in this notice setting out the material facts and reasons thereof is annexed hereto for your consideration and approval.

In due consideration of the occurrence of worldwide pandemic of COVID-19 and a measure of lockdown adopted by the Government of India to cope up with the pandemic, all services throughout the country are severely got effected like transport services, courier/postal services etc. In view of this, the Ministry of Corporate Affairs has issued some directives and General Circulars ("the MCA General Circulars"), in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19", the Company is providing E-Voting facility for the Postal Ballot as an alternate, which would enable the members to cast their votes electronically, instead of casting their votes and dispatching Postal Ballot forms physically due to irregularity of Courier/Postal services. The Company will send Postal Ballot Notice only by email to all its members who have registered their email addresses with the Company / Company's Registrar and Share Transfer Agent (RTA) or Depository / Depository Participants and the communication of assent/dissent of the members will only take place through remote E-Voting system. Reference to postal ballot(s) in this notice includes voting through electronic means only.

Please note that in compliance with the provisions of Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company has engaged the



services of National Securities Depository Limited (“NSDL”) to provide the Members with the facility of E-Voting.

Members are requested to read the instructions carefully while expressing their assent or dissent and cast votes via E-Voting so as to reach the Scrutinizers by not later than the close of working hours at 5.00 p.m. on December 30, 2021, being the last date for the casting of voting through electronic means.

The Board of Directors of the Company has appointed Malay Shah, Company Secretaries in Practise, Mumbai (M. No. F10867), as Scrutinizers for conducting the postal ballot /E-Voting process in a fair and transparent manner.

E-Voting shall **commence on December 01, 2021 at 9.00 am and end on December 30, 2021 at 5.00 pm**. Upon completion of the scrutiny of the E-Voting data provided by NSDL, the Scrutinizers will submit their report to the Chairman of the Company or any Person authorized by him. The results of the Postal Ballot/ E-Voting will be declared on or before January 01, 2022.

The Resolutions shall be deemed to have been passed on the last date (i.e. December 30, 2021) specified by the Company for receipt of electronic votes, if approved by the Members with requisite majority.

The result of the Postal Ballot along with Scrutinizer's Report will be posted or uploaded on the Company's Website i.e. [www.mittallifestyle.in](http://www.mittallifestyle.in) and on the E-Voting Website of NSDL namely [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and also, will be communicated to the National Stock Exchange of India Limited namely NSE, where the Equity Shares of the Company are listed.

### **Special Businesses**

#### **ITEM NO. 1: ISSUE OF EQUITY SHARES ON A PREFERENTIAL ALLOTMENT / PRIVATE PLACEMENT BASIS.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 23(1) (b), 42 & 62 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013, as amended (hereinafter refer as **“Companies Act”**) read Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, as amended from time to time, and various rules, regulations, circulars, press notes, clarification issued by the Securities and Exchange Board of India (hereinafter refer as **“SEBI”**), including but not restricted to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (hereinafter refer as **“SEBI ICDR Regulations”**) and amendments thereto, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter refer as **“SEBI Takeover Regulations”**) and amendments thereto, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter refer as **“SEBI Listing Regulations”**) and amendment thereto, and all other applicable rules, regulations and guidelines of SEBI (hereinafter refer as **“SEBI Regulations”**), the Reserve Bank of India (hereinafter refer as **“RBI”**) and the stock exchanges



where the shares of the Company are listed (hereinafter refer as “**Stock Exchanges**”) and enabling provisions of the Memorandum and Articles of Association of the Company and subject to requisite approvals, consents, permissions and/or sanctions of the appropriate statutory authorities, if any, and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions, and/or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “**Board**”) which term which the Board may have constituted or hereinafter constitute to exercise one or more of its power including the powers conferred hereunder), subject to the consent of the Members of the Company to issue upto 20,10,000 equity shares of face value of Rs. 10/- (Rupees Ten Only) each (herein after refer as “**Equity Shares**”), fully paid up, for cash, at a price of Rs. 11/- (Rupees Eleven Only) per share [including a premium of Rs. 1/- (Rupees One Only)] (hereinafter refer as “**Preferential Issue**”), on a preferential basis to J K Denim Fab Pvt Ltd (Promoter Category), Pratik Brijeshkumar Mittal (Promoter Category), Denim Feb Mumbai Pvt Ltd (Promoter Group Category), Brijeshkumar Jagdishkumar Mittal HUF (Promoter Group Category), Sudha Brijeshkumar Mittal (Promoter Group Category) and Viral Dhirajlal Mehta (Public Category) and on such terms and conditions and in such manner, as the Board may think fit and proper and in its absolute discretion.

**RESOLVED FURTHER THAT** in accordance with the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for the purpose of calculating the price for the issue of 20,10,000 equity shares is Saturday, November 27, 2021 (hereinafter refer as “**Relevant Date**”).

**RESOLVED FURTHER THAT** the Equity Shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment, be issued in dematerialized form only and shall rank pari passu with the existing Equity Shares of the Company in all respects and the same shall be subject to lock-in for such period as may be prescribed under Regulation 167 of the ICDR Regulations. The equity shares so offered, issued and allotted will be listed on Stock Exchanges where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be.

**RESOLVED FURTHER THAT** the monies received by the Company from the Subscriber for application of the Equity Shares pursuant to this Preferential Allotment shall be kept by the Company in a separate bank account opened by the Company with **Bank of Maharashtra, Oshiwara Branch, Mumbai** and shall be utilized by the Company in accordance with Section 42 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the issue of shares as above will be subject to the following terms and conditions:

- A) Pursuant to Regulation 167 of the SEBI ICDR Regulations:
- The Proposed Allottee’s of Equity Shares shall be required to bring in 100% of the consideration, for the Equity Shares to be allotted, on or prior to the date of allotment thereof.
  - The consideration for allotment of Equity Shares shall be paid to the Company by the Proposed Equity Allottee’s from its own bank account.
  - The Equity Shares to be allotted pursuant to this Preferential Allotment shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations and will be listed on the NSE Limited (hereinafter refer as “**Stock Exchange**”) subject to receipt of necessary regulatory permissions and approvals.



Any existing equity shares held by the Allottee's shall also be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.

- d) The Equity Shares allotted pursuant to this preferential issue shall be locked-in for such period as may be specified under Regulation 167 and 168 of the SEBI ICDR Regulations. The entire pre-preferential allotment shareholding of to J K Denim Fab Pvt Ltd (Promoter Category), Pratik Brijeshkumar Mittal (Promoter Category), Denim Feb Mumbai Pvt Ltd (Promoter Group Category), Brijeshkumar Jagdishkumar Mittal HUF (Promoter Group Category), Sudha Brijeshkumar Mittal (Promoter Group Category) shall be locked-in from the relevant date up to a period of six months from the date of the trading approval as specified under Regulation 167(6) of the SEBI ICDR Regulations.
- e) Subject to Regulation 163 of the SEBI ICDR Regulations, 2018, the Board of the Board authorized/constituted there under shall allot not more than 20,10,000 equity share of face value Rs. 10/- (Rupees Ten Only) each at an issue price of Rs. 11/- (Rupees Eleven only) each [including premium of Rs. 1/- (Rupees One)] and post allotment the paid up capital of the company will not exceed 1,49,34,448 Equity shares of face value of Rs. 10/- each amounting total Rs. 14,93,44,480/- of (Rupees Forteen Crore Ninty Three Lacs Forty Four thousand Four Hundred and eighty only).
- f) The Equity Shares shall be allotted in dematerialized form within a period of 15 (fifteen) days from the date of passing of the special resolution by the members, provided that in case the allotment of Equity Shares is subject to receipt of any approval from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.”
- g) **RESOLVED FURTHER THAT** subject to the provisions of the SEBI ICDR Regulations and other applicable laws, the Board duly constituted there under be and is hereby authorized to vary, modify or alter any of the relevant terms and conditions, including size of the preferential issue to the aforesaid Allottee's, as may deem expedient without being required to seek any further consent or approval of the Members.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Companies Act, 2013, the names of the proposed allottees be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the proposed allottees inviting them to subscribe to the Equity Shares, as per the draft tabled at the Meeting and duly initialled by the Chairman for the purpose of identification and consent of the Company is hereby accorded to the issuance of the same to the proposed allottees inviting them to subscribe to the Equity Shares.

**RESOLVED FURTHER THAT** the monies received by the Company from the Subscriber for application of the Equity Shares pursuant to this Preferential Allotment shall be kept by the Company in a separate bank account opened by the Company with Bank of Maharashtra, Oshiwara Branch, Mumbai and shall be utilized by the Company in accordance with Section 42 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, the Board be and is hereby authorized on behalf of the Company to take all actions and do all such acts,



deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable, incidental or expedient to the issue or allotment of aforesaid equity shares and listing of the equity shares to be allotted on preferential allotment basis with the stock exchange as appropriate and to resolve and settle all questions and difficulties that may arise in relation to the proposed issue, offer and allotment of any of the said equity shares, the utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion may deem fit, including without limitation, issuing clarifications on the offer, making any application etc., to the concerned regulatory authorities, issue and allotment of the equity shares, to execute necessary documents and enter into contracts, arrangements, other documents (including for appointment of agencies, intermediaries and advisors for the issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and the decision of the Board shall be final and conclusive.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the resolution, the Board and/or the Company Secretary & Compliance Officer be and is hereby jointly authorized to delegate any or all of the powers conferred upon it by this resolution to any committee of directors, any other director(s), and/or officer(s) of the Company.”

**Place: Mumbai**

**Date: November 27, 2021**



**By order of the Board of Directors  
For Mittal Life Style Limited**

**Brijeshkumar J. Mittal  
Chairman & Managing Director Place  
DIN: 02161984**

**NOTES:**

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), as amended, setting out the material facts concerning the said Special Businesses and the reasons thereof is annexed hereto and forms part of this Postal Ballot Notice (“Notice”).
2. The Postal Ballot Notice is being sent to all the Members of the Company, whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on November 26, 2021 (Cut-off Date).
3. As per Section 110 and other applicable provisions of the Act read with Rule 22 of the Rules, Cut-off Date for the purpose of reckoning the Voting rights is November 26, 2021 (“Cut-off Date”). The voting rights shall also be reckoned on the paid-up value of shares registered in the name(s) of the Member(s) as on the Cut-off Date. A person who



is not a Member as on the Cut-off Date should treat this Notice for information purposes only.

4. This Notice along with the instructions regarding E-Voting is being sent only by e-mail to all those Members, whose e-mail address are registered with the Company or with the Depositories/Depository Participants/ the Company's Registrar and Share Transfer Agent and whose names appear in the Register of Members/list of Beneficial Owners as on the Cut-off Date, in accordance with the guidelines prescribed by the MCA General Circulars. The Notice shall also be uploaded on the website of the Company i.e [www.mittallifestyle.in](http://www.mittallifestyle.in), the E-Voting website of NSDL i.e. [www.nseindia.com](http://www.nseindia.com). and on the website of National Stock Exchange of India Limited on which the equity shares of the Company are listed.
5. All the document/s referred to in the accompanying Postal Ballot Notice and Explanatory Statement thereto will be available for inspection electronically by the members without any fee. Members are requested to send an email to [jalpaprohit@mittallifestyle.in](mailto:jalpaprohit@mittallifestyle.in) to get the relevant documents.
6. Pursuant to the provisions of Section 108 and 110 and other applicable provisions of the Companies Act, 2013, of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, Company is pleased to offer remote E-Voting facility to all the members of the Company. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide remote E-Voting facility. In accordance with the MCA General Circulars, the Members can vote only through remote E-Voting. Accordingly, the communication of the assent or dissent of the Members would take place through the remote E-Voting system only. The remote E-Voting period commences on **December 01, 2021** at 9.00 AM and ends on **December 30, 2021** at 05:00 PM [17:00 Hours]. The remote E-Voting shall be disabled thereafter.
7. Dispatch of the Notice shall be completed on November 29, 2021.
8. As required by Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, read with the MCA Circulars and the Regulations, the details pertaining to the Postal Ballot will be published in one English daily Newspaper circulating in Mumbai (in English language) and one Marathi daily Newspaper circulating in Mumbai in their electronic versions.
9. The Members who have not registered their e-mail addresses either with the Company, RTA of the Company or their Depository Participant (DP) are requested to register the same. The Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant (DP) and in respect of physical holdings, with the Bigshare Services Private Limited, RTA of the Company by following the procedure prescribed by the Depository Participant or the RTA, respectively.
10. For any query connected with the Resolution proposed to be passed by means of the Postal Ballot, the Members may send an e-mail to [jalpaprohit@mittallifestyle.in](mailto:jalpaprohit@mittallifestyle.in).
11. The Board of Directors of the Company has appointed Mr. M/s Malay Shah & Associates, Practising Company Secretaries, M.No: F10867 as Scrutinizers to scrutinize the E-Voting process in a fair and transparent manner.



12. A Member cannot exercise his / her / their vote by Proxy on Postal Ballot. A recipient of Postal Ballot Notice who is not a Member on the Cut-off (Record) Date should treat this Notice for information purpose only.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING:-**

The remote e-voting period begins on December 01, 2021 at 9.00 A.M. and ends on December 30, 2021 at 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 26<sup>th</sup> November, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 26<sup>th</sup> November, 2021.

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step I: Access to NSDL e-Voting system**

A) Login method for e-Voting for Individual shareholders holding securities in demat mode  
In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, 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 in their demat accounts in order to access e-Voting facility.

**Login method for Individual shareholders holding securities in demat mode is given below:**

Type of shareholders

**Individual Shareholders holding securities in demat mode with NSDL.**

1. Existing IDeAS user can visit the e-Services website of NSDL. Viz. <https://eservices.nsd.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select "Register Online for IDeAS Portal" or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be



redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

**NSDL Mobile App is available on**



#### **Individual Shareholders holding securities in demat mode with CDSL**

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.

After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voti No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Helpdesk details



Individual Shareholders holding securities in demat mode with NSDL  
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Individual Shareholders holding securities in demat mode with CDSL  
Members facing any technical issue in login can contact CDSL helpdesk by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.



- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

Now, you will have to click on "Login" button.

After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.



5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csmalayshah@gmail.com](mailto:csmalayshah@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [jalpapurohit@mittallifestyle.in](mailto:jalpapurohit@mittallifestyle.in)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [jalpapurohit@mittallifestyle.in](mailto:jalpapurohit@mittallifestyle.in) If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and



Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Upon completion of the scrutiny of the votes, the Scrutinizers shall submit their report to the Chairman of the Company or to any other person authorised by him. The result of the Postal Ballot shall be declared by the Chairman or any other person authorized by him on or before **January 01, 2021**. The result of the Postal Ballot along with the Scrutinizer's Report will be placed on the Company's website i.e. [www.mittallifestyle.in](http://www.mittallifestyle.in) and on the E-Voting website of NSDL i.e. [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). The same shall simultaneously be communicated to the National Stock Exchange of India Limited, on which the equity shares of the Company are listed and displayed at the Registered Office and Corporate Office of the Company.

The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for E-Voting i.e. **December 30, 2021**.

Place: Mumbai  
Date: November 27, 2021

By order of the Board of Directors  
For Mittal Life Style Limited



A handwritten signature in blue ink, appearing to read "Brijeshkumar J. Mittal".

**Brijeshkumar J. Mittal**  
Chairman & Managing Director Place  
DIN: 02161984

**Explanatory Statement (Pursuant to Section 102 of the Companies Act, 2013)**

**Item No. 1:**

**APPROVAL FOR ISSUANCE OF EQUITY SHARES OF COMPANY ON PREFERENTIAL ALLOTMENT BASIS/PRIVATE PLACEMENT BASIS.**

The Company is proposing to raise the necessary funds by issuance of total 20,10,000 Equity Shares of face value of INR 10/- at an issue price of 11 (Face value of INR 10/- and a premium of INR 1) each on preferential basis by way of issuance of the private placement offer.

In terms of Section 62(1)(c) read with section 42 of the Companies Act, 2013 and Rules made thereunder (the 'Act'), and in accordance with the provisions of Chapter V- "Preferential Issue" of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "ICDR Regulations") as amended, and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations, the Preferential Issue requires approval of the Members by way of a special resolution. The Board therefore, seeks approval of the Members as set out in the notice, by way of a special resolution.

The Preferential Issue of the Equity Shares will be governed by the Companies Act, 2013 and the rules thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, SEBI Listing Obligations and Disclosure Requirements) Regulations, SEBI ICDR Regulations and other applicable laws

The recognized stock exchange is the National Stock Exchange of India Limited (the "NSE") on which the Equity Shares of the Company are listed.

The Equity Shares created, offered, issued and allotted, if any, shall rank pari passu in all respects with the existing equity shares of the Company.

The following disclosures for the issue of equity shares on preferential basis are made in accordance with the provisions of Section 62 and The Companies (Prospectus and Allotment of Securities) Rules, 2014 and SEBI (ICDR) Regulations :

<b>i.</b>	The objects of the issue	For Repayment of unsecured Loans
<b>ii.</b>	The total number of shares or other securities to be issued	20,10,000 Equity Shares of Face value of INR 10/- each
<b>iii.</b>	The price or price band at which the allotment is proposed;	The minimum issue price for issue of Equity Shares, has been determined as on the Relevant Date in accordance with Regulation 164 of SEBI ICDR Regulations, 2018 and other applicable law, if any. The price computed shall be subject to appropriate adjustments, if any, as per the provisions of Regulation 166 of the said Regulations.
<b>iv.</b>	Basis on which the price has been arrived at	The equity shares of Company are listed on Stock Exchange viz. National Stock Exchange of India Limited and are



		<p>frequently traded in accordance with the SEBI ICDR Regulations.</p> <p>In terms of the applicable provisions of SEBI (ICDR) Regulations the price at which equity shares shall be allotted shall not be less than higher of the following:</p> <p>(a) Average of the weekly high and low of the volume weighted average price of the equity shares of the Company quoted on the Stock Exchange, during the Twenty Six (26) weeks preceding the Relevant Date; or</p> <p>(b) Average of the weekly high and low of the volume weighted average price of the equity shares of the Company quoted on the Stock Exchange, during the Two (2) weeks preceding the Relevant Date.</p> <p>The higher minimum issue price arrived at after calculating in the aforesaid manner has been considered as minimum issue price issue for issue of Equity Shares.</p> <p>And</p> <p>The issue price is not lower than floor price determined by M/s. Snehal Shah &amp; Associates, Chartered Accountant &amp; Registered Valuer and has been fixed in accordance with SEBI (ICDR) Regulations, 2018.</p>
v.	The relevant date on the basis of which price has been arrived at	November 27, 2021.
vi.	The class or classes of persons to whom the allotment is proposed to be made	J K Denim Fab Pvt Ltd (Promoter Category), Pratik Brijeshkumar Mittal (Promoter Category), Denim Feb Mumbai Pvt Ltd (Promoter Group Category), Brijeshkumar Jagdishkumar Mittal HUF (Promoter Group Category), Sudha Brijeshkumar Mittal (Promoter Group Category) and Viral Dhirajlal Mehta (Public Category)
vii.	Intention of Promoters, directors or key managerial personnel to subscribe to the offer	The preferential issue is being made to the individuals and companies belonging to the Promoters & Promoter Group and to the Public of the Company.
viii.	The proposed time within which the allotment shall be completed	Under Regulation 170(1) of the SEBI ICDR Regulations, Preferential Allotment of the Equity Shares is required to be completed within a period of 15 (fifteen) days from the date of passing of the special resolution of the shareholders of the Company or within the statutory time limits prescribed by the regulatory authorities subject to all the necessary approvals being in place. If any approval or permissions by any regulatory or statutory authority or the Central Government for allotment is pending, the period of 15 (fifteen) days shall



		commence from the date of such approval or permission being obtained.																																							
ix.	The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them	<table border="1"> <thead> <tr> <th rowspan="2">Name of the allottee</th> <th colspan="2">Pre-Preferential Shareholding</th> <th colspan="2">Post-Preferential Shareholding</th> </tr> <tr> <th>No. of Equity Shares</th> <th>%</th> <th>No. of Equity Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>J K Denim Fab Pvt Ltd (Promoter Category)</td> <td>2640000</td> <td>20.43</td> <td>3000000</td> <td>20.09</td> </tr> <tr> <td>Pratik Brijeshkumar Mittal (Promoter Category)</td> <td>108350</td> <td>0.84</td> <td>319350</td> <td>2.14</td> </tr> <tr> <td>Denim Feb Mumbai Pvt Ltd (Promoter Group Category)</td> <td>1362534</td> <td>10.54</td> <td>1500534</td> <td>10.05</td> </tr> <tr> <td>Brijeshkumar Jagdishkumar Mittal HUF (Promoter Group Category)</td> <td>873584</td> <td>6.76</td> <td>1503584</td> <td>10.07</td> </tr> <tr> <td>Sudha Brijeshkumar Mittal (Promoter Group Category)</td> <td>158950</td> <td>1.23</td> <td>369950</td> <td>2.48</td> </tr> <tr> <td>Viral Dhirajlal Mehta (Public Category)</td> <td>0</td> <td>0.00</td> <td>460000</td> <td>3.08</td> </tr> </tbody> </table>	Name of the allottee	Pre-Preferential Shareholding		Post-Preferential Shareholding		No. of Equity Shares	%	No. of Equity Shares	%	J K Denim Fab Pvt Ltd (Promoter Category)	2640000	20.43	3000000	20.09	Pratik Brijeshkumar Mittal (Promoter Category)	108350	0.84	319350	2.14	Denim Feb Mumbai Pvt Ltd (Promoter Group Category)	1362534	10.54	1500534	10.05	Brijeshkumar Jagdishkumar Mittal HUF (Promoter Group Category)	873584	6.76	1503584	10.07	Sudha Brijeshkumar Mittal (Promoter Group Category)	158950	1.23	369950	2.48	Viral Dhirajlal Mehta (Public Category)	0	0.00	460000	3.08
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		Viral Dhirajlal Mehta (Public Category)	0	0.00	460000	3.08																																			
x.	Change in control, if any in the Company that would occur consequent to the preferential offer	The change in control will not be diluted by allotment consequent to the preferential offer.																																							
xi.	Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price.	Not Applicable																																							
xii.	Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.	Not Applicable																																							



xiii. The Shareholding pattern of the Company before and after the allotment of securities under the preferential offer

**Shareholding Before the offer:**

Sr.No	Category	No. of Shares	%
<b>A</b>	<b>Promoters holding:</b>		
1.	<b>Indian:</b>		
	Individual	1178650	9.1195
	Bodies Corporate	4002534	30.9687
	Sub Total		
2.	Foreign Promoters		
	Sub Total (A)	<b>5181184</b>	<b>40.0882</b>
<b>B</b>	<b>Non-Promoters holding:</b>		
1.	Institutional Investors		
2.	Non-Institution:		
	Private Corporate Bodies:		
a)	Indian		
b)	Foreign		
c)	OCB		
	Directors & Relatives		
	Indian Public	7686992	59.4764
	Others (including NRIs)	56272	0.4354
	Sub Total (B)	7743264	59.9118
	<b>TOTAL</b>	<b>12924448</b>	<b>100</b>



		<b><u>Shareholding after the offer:</u></b>		
Sr. No.	Category	No. of Shares	%	
<b>A Promoters holding:</b>				
1.	<b>Indian:</b>			
	Individual	2230650		14.9363
	Bodies Corporate	4500534		30.1353
	Sub Total			
2.	Foreign Promoters	6731184		45.0715
	Sub Total (A)			
<b>B Non-Promoters holding:</b>				
1.	Institutional Investors			
2.	Non-Institution:			
	Private Corporate Bodies:			
a)	Indian			
b)	Foreign			
c)	OCB			
	Directors & Relatives			
	Indian Public	8146992		54.5517
	Others (including NRIs)	56272		0.3768
	Sub Total (B)	8203264		54.93
	<b>TOTAL</b>	<b>1493448</b>		<b>100</b>
xiv.	Lock-In Period	The Equity Shares issued pursuant to this Preferential Allotment to the Proposed Allottees shall be locked-in locked in as per Regulation 167 and other applicable provisions of ICDR Regulations.		
xv.	The identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and.	Refer Annexure A		
xvi.	Requirements as to re-computation of price:	Since the Equity Shares of the Company have been listed on the stock exchanges for a period of more than twenty six weeks prior to the Relevant Date, the Company is neither required to re-compute the price of the equity shares nor to submit undertakings specified under Regulation 170(1) (g) and (h) of the SEBI ICDR Regulations.		



xvii	Auditor's Certificate	<p>M/s. Snehal Shah &amp; Associates, Chartered Accountant &amp; Registered Valuer and has been fixed in accordance with SEBI (ICDR) Regulations, 2018.</p> <p>A copy of the certificate will also be open for inspection at the Registered Office of the Company from 11.00 a.m. to 2.00 p.m. on any working day upto the date of the meeting</p>
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The members consent is sought to authorize the Board to issue Equity Shares on Preferential Allotment/private placement basis to the persons in the manner set out in the resolution.

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

The Board of Directors recommends the Item No. 1 to be passed by the members of the Company as Special Resolution.

**Place: Mumbai**

**Date: November 27, 2021**

**By order of the Board of Directors  
For Mittal Life Style Limited**



**Brijeshkumar J. Mittal  
Chairman & Managing Director Place  
DIN: 02161984**

Annexure A

Name and PAN of proposed preferential allottee's	Category	Pre-issue Shareholding	Equity Shares proposed to be allotted's	Post issue Shareholding		Name, PAN & Address of Ultimate Beneficial Owners
				Post Issue	%	
Name: SUDHA BRIJESHKUMAR MITTAL PAN: AAHPM4069L	Promoter group	158950	211000	369950	2.48	Same as a allottee being a natural person
Name: PRATIK BRIJESHKUMAR MITTAL PAN: AACPM8519Q	Promoter	108350	211000	319350	2.14	Same as a allottee being a natural person
Name: VIRAL DHIRAJLAL MEHTA PAN: ABQPM6294B	Public	0	460000	460000	3.08	Same as a allottee being a natural person
Name: BRIJESHKUMAR JAGDISHKUMAR MITTAL-HUF PAN: AAAHM5914M	Promoter group	873584	630000	1503584	10.07	Name: BRIJESHKUMAR JAGDISHKUMAR MITTAL PAN: AACPM8523C Address: 602, Sky Deck CHS Ltd, Oberoi Complex, Nr. Laxmi Indl, New Link Rd, Andheri (West), Mumbai - 400053.
Name: J K DENIM FAB PVT LTD PAN: AABCD7440F	Promoter	2640000	360000	3000000	20.09	Name: BRIJESHKUMAR JAGDISHKUMAR MITTAL PAN: AACPM8523C Address: 602, Sky Deck CHS Ltd, Oberoi Complex, Nr. Laxmi Indl, New Link Rd, Andheri



						(West), Mumbai - 400053. Name: SUDHA BRIJESHKUMAR MITTAL PAN: AAHPM4069L Address: 602, Sky Deck CHS Ltd, Oberoi Complex, Nr. Laxmi Indl, New Link Rd, Andheri (West), Mumbai - 400053.
						Name: PRATIK BRIJESHKUMAR MITTAL PAN: AACPM8519Q Address: 602, Sky Deck CHS Ltd, Oberoi Complex, Nr. Laxmi Indl, New Link Rd, Andheri (West), Mumbai - 400053.
Name: DENIM FEB MUMBAI PVT LTD PAN: AACCJ7782R	Promoter group	13625 34	138000	1500534	10.0 5	Name: BRIJESHKUMAR JAGDISHKUMAR MITTAL PAN: AACPM8523C Address: 602, Sky Deck CHS Ltd, Oberoi Complex, Nr. Laxmi Indl, New Link Rd, Andheri (West), Mumbai - 400053. Name: SUDHA BRIJESHKUMAR MITTAL PAN: AAHPM4069L Address: 602, Sky Deck CHS Ltd, Oberoi Complex, Nr. Laxmi Indl, New Link Rd, Andheri



						(West), Mumbai - 400053.
						Name: PRATIK BRIJESHKUMAR MITTAL PAN: AACPM8519Q Address: 602, Sky Deck CHS Ltd, Oberoi Complex, Nr. Laxmi Indl, New Link Rd, Andheri (West), Mumbai - 400053.
Total		51434 18	2010000	7153418	47.9 1	

