

MRL TYRES LIMITED

(Formally known as Malhotra Rubbers Limited)

70/50A, 1ST FLOOR, RAMA ROAD, INDUSTRIAL AREA, NAJAFGARH ROAD, MOTI NAGAR, NEW DELHI - 110015

CIN : U74899DL1978PLC009127

NOTICE

NOTICE is hereby given that the Annual General Meeting of the members of the MRL TYRES LIMITED will be held on Friday, the 29th September, 2017 at the registered office 70/50A, First Floor, Rama Road Indl. Area, Najafgarh Road, Moti Nagar, Delhi-110015 at 11.30 A.M. to transact the following business:-

ORDINARY BUSINESS:

1. To Consider and adopt:

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

“RESOLVED THAT the Audited Balance Sheet & Profit & statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2017 along with the Auditor's Report and the Directors' Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted.”

2. To declare Dividend on Equity Shares for the financial year 2016-17.

3. To appoint a Director in place of Mr. Monit Mathotra (DIN 00494427), who retires by rotation and, being eligible, offers himself for re-appointment.

4. Appointment of Statutory Auditor:

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 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s Surendra Subhash & Co., Chartered Accountants (Firm Registration No.03173N), the retiring auditors, be and are hereby re-appointed as Auditors of the Company for 2 years to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the AGM to be held in 2019.

SPECIAL BUSINESS:

5. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013 Mr. Munish Arora (DIN 07585626), who was appointed as an Additional Director of the Company effective from June 2, 2017 by the Board of Directors and who holds office until the date of the Annual General Meeting, be and is hereby appointed as a Director of the Company.”

"RESOLVED THAT any Director of the Company be and is hereby authorized to sign and submit the necessary forms in respect for change in the constitution of Board of Director with the Registrar Of Companies and to do all such act as may be necessary in this regard."

For & on behalf of the Board of Directors

M/s MRL TYRES LIMITED

G.K. Mathotra
(Managing Director)
DIN 00515546
B-20, Kirti Nagar,
New Delhi-110015.

Date: - 02/09/2017
Place: -Delhi

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be the member of the company. The proxies in order to be effective must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
2. Members are requested to immediately notify any changes in their address to the Company.
3. In all correspondence with the Company, members are requested to quote their folio numbers.
4. A member desirous of getting any information on the accounts or operations of the company is required to forward his/her queries to the Company atleast seven days prior to the meeting so that the required information can be made available at the meeting.
5. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company, unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company. Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item Nos. 5 of the accompanying Notice dated 02/09/2017

ITEM NO. 4

Mr. Munish Arora (DIN 07585626) was appointed as an Additional Director by the Board of Director w.e.f. June 2, 2017 in accordance with the provisions of Section 161 of the Companies Act, 2013.

Pursuant to Section 161 of the Companies Act, 2013 the above director holds office up to the date of this Annual General Meeting. In this regard the Company has received request in writing from a member of the company proposing his candidature for appointment as Director of the Company.

The Board feels that presence of Mr. Munish Arora on the Board is desirable and would be beneficial to the company and hence recommend resolution for adoption.

None of the Directors, except Mr. Munish Arora is concerned or interested in this resolution.

The Board recommends resolutions under Item No.5 to be passed as ordinary resolution.

For & on behalf of the Board of Directors
M/s MRL TYRES LIMITED


G.K. Malhotra
(Managing Director)
DIN 00515546
B-20, Kirti Nagar,
New Delhi-110015.

Date: - 02/09/2017

Place: -Delhi