

Changing the way,
we twist the yarn

 **MEERA**
INDUSTRIES LIMITED

Regd. office
2126, Road No. 2, GIDC,
Sachin - 394 230, Surat.(Guj.) India.
Tel.: 0261-2399114, Cell : 98795 63372, Fax : +91-261-2397269
E-Mail : Info@meeraind.com Web : www.meeraind.com

Principle Works, Quality Speaks.

IN HOUSE R&D Center

An ISO 9001:2015 Company

CIN - L29298GJ2006PLC048627

Date: 14TH July, 2022

BSE Limited Corporate Relationship Department 14th Floor, P. J. Towers, Dalal Street, Fort, Mumbai – 400001.	Stock ID: MEERA Scrip Code: 540519
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Dear Sir/Madam,

Sub: Postal Ballot Notice- Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed a copy of the Postal Ballot Notice dated July 13, 2022, seeking approval of the Members to appoint Mr. Rajendrabhai Vanmalibhai Kalyani (DIN: 07988568) as an Independent Director.

The Postal Ballot Notice, together with Explanatory Statement, is being sent to the Members whose names appear on the Register of Members/list of Beneficial Owners received from the Registrar and Share Transfer Agent, National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as on July, 08, 2022.

The Company has engaged the services of KFin for facilitating an e-voting. E-voting will commence on Friday, July 15, 2022 (09:00 A.M.) and will end on Saturday, August 13, 2022 (05:00 P.M.) (Both days inclusive). The voting will not be allowed beyond 5:00 p.m. (IST) on Saturday, August 13, 2022 and the e-voting shall be disabled by KFin thereafter. The results of postal ballot will be declared on or before Wednesday, August 17, 2022.

You are requested to take the same on your record.

Thanking you,
Yours faithfully,

For Meera Industries Limited



Bhavisha Chauhan
Company Secretary & Compliance Officer
Encl: As above



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NOTICE OF POSTAL BALLOT

[Notice pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") (as amended from time to time) ('the rules'), Secretarial Standard-2 on General Meeting (the "SS-2"), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and other applicable laws and regulations and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"), Notice is hereby given that the resolutions appended to this notice is proposed to be passed by the members of **Meera Industries Limited ("the Company")** as Special Resolution by means of Postal Ballot through remote electronic voting (remote e-voting). Proposed resolution, along with explanatory statement pertaining to the said resolution, pursuant to Section 102(1) of the Companies Act, 2013 read with applicable regulations of SEBI (LODR) Regulations, 2015, setting out the information and material facts, is appended herewith for your consideration.

In terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021 and General Circular No. 03/2022 dated May 05, 2022 (the "MCA Circulars") read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, issued by SEBI and in view of the continuing COVID-19 pandemic requiring social distancing, companies were advised to take all decisions requiring members' approval, other than items of ordinary businesses or businesses where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the

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Companies Act, 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.

This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars. Further, in compliance with the said MCA Circulars, hard copy of Postal Ballot Notice, Postal Ballot Forms and pre-paid self-addressed business envelope, will not be sent to the shareholders for this Postal Ballot. The Company will send Postal Ballot Notice by email to all its shareholders who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e- voting system.

The Board of Directors of the Company now proposes to obtain the consent of the shareholders by way of Postal Ballot for the matters as considered in the Resolution appended below. Proposed resolution, along with explanatory statement pertaining to the said resolution, pursuant to Section 102(1) of the Companies Act, 2013, setting out the information and material facts, is appended herewith for your consideration.

In light of the MCA Circulars, for remote e-voting for this postal ballot, the shareholders whether holding equity shares in Demat form or physical form and who have not submitted their email addresses and in consequence to whom the remote e-voting notice could not be serviced, may temporarily get their e-mail addresses registered with the Company by email through their registered email address to cs@meeraind.com, providing requisite details like Name of Shareholder, PAN No., DP/Client ID, folio no. and certificate no (in case of physical shareholding). Member who does not receive the Postal Ballot Notice may send an e-mail to cs@meeraind.com and obtain a copy of Postal Ballot Notice.

The Company has engaged the services of M/s. KFin Technologies Limited (Formerly known as Karvy Fintech Private Limited) to provide remote e-voting facility to the Members of the Company. Shareholders are requested to carefully read the instructions indicated in this Notice and communicate their assent (for) or dissent (against) through remote e-voting only. Shareholders are requested to follow the procedure as stated in the notes and instructions for casting their votes through remote e-voting system.

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The remote e-voting facility is available at the link <https://evoting.kfintech.com> from Friday, July 15, 2022 (09:00 A.M.) and will end on Saturday, August 13, 2022, (05:00 P.M.). Please refer to the instructions for casting votes through remote e-voting given in this Notice and the manner in which e-voting has to be carried out Only members entitled to vote are entitled to vote through the remote e-voting facility provided the Company through Kfintech e-Voting system.

The board of directors of the company has appointed M/s Chirag Shah and Associates, Firm of Practicing Company Secretaries, (Membership No. FCS: 5545; CP NO.: 3498), , Ahmedabad, Gujarat as Scrutinizer (hereinafter referred to as the “Scrutinizer”) for conducting the postal ballot through remote e-voting process in a fair and transparent manner.

The scrutinizer will submit the report to the Chairman after the completion of scrutiny of votes recorded through remote e- voting. The results of voting by means of remote e-voting will be announced on or before Wednesday, August 17, 2022, at the Registered Office of the Company and also by placing the same on the company’s website www.meeraind.com and communicated on the same day to stock exchange, registrar and share transfer agent and e-voting agency.

**By Order of the Board of Directors of
Meera Industries Limited**

Sd/-

Bhavisha Chauhan

Company Secretary & Compliance Officer

Membership No: A45733

Date: July 13, 2022

Place: Surat

Registered office:

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Surat, Gujarat – 394 230

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SPECIAL BUSINESS:

ITEM NO. 1: To appoint Mr. Rajendrabhai Vanmalibhai Kalyani (DIN: 07988568) as an Independent Director and 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** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Rajendrabhai Vanmalibhai Kalyani (DIN: 07988568), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be appointed as an Independent Director, not liable to retire by rotation and to hold office for a term up to May 17, 2027;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board of Directors of
Meera Industries Limited**

Sd/-

**Bhavisha Chauhan
Company Secretary & Compliance Officer
Membership No: A45733**

Date: July 13, 2022

Place: Surat

Registered office:

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Notes:

1. Pursuant to Section 102(1) of the Companies Act 2013 and Secretarial Standard 2 on General Meeting, an explanatory Statement setting out material facts relating to the proposed resolutions are appended to this notice.
2. In compliance with the provisions of Sections 108 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer remote e-voting facility to all members of the Company. The Company has entered into an agreement with M/s. KFIN Technologies Limited (Formerly known as Karvy Fintech Private Limited) for facilitating remote e-voting.
3. This notice is sent to all the Members whose names appear in the Register of Members / Record of Depositories as on Friday, July 8, 2022 by email to those members who have registered their email IDs with the Company / Depository. Voting rights shall be reckoned in proportion to the number of shares registered in the name(s) of Members as on Friday, July 8, 2022. Member who does not receive the postal ballot notice may send an email to cs@meeraind.com or may apply to M/s. KFIN Technologies Limited (Formerly known as Karvy Fintech Private Limited) at einward.ris@kfintech.com in and obtain a copy of postal ballot notice. The copy of postal ballot notice may also be downloaded from website of Company at www.meeraind.com and website of e-Voting Agency at <https://evoting.kfintech.com>
4. On account of threat posed by COVID-19 and in terms of the MCA and SEBI Circulars, the Company will send this Notice in electronic form only and hard copy of this Notice along with postal ballot forms and pre-paid self-addressed business envelope will not be sent to the shareholders for this postal ballot. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. Therefore, those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below:
 - a. 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 cs@meeraind.com .
 - b. 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

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statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@meeraind.com.

- c. Alternatively, shareholder/members may send a request to evoting@kfintech.com for procuring user id and password for e-voting by providing above mentioned documents.
5. The Shareholders are requested to note that 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.
6. Any query/grievance may please be addressed to Mrs. Bhavisha Chauhan, Company Secretary with respect to the voting by remote electronic means at Email id: cs@meeraind.com or to KFinTech at inward.ris@kfintech.com.
7. The members have to vote through remote e-voting platform only.
8. The Portal for remote E-voting will remain open for the Members for exercising their remote e-voting during Friday, July 15, 2022 (09:00 A.M.) and will end on Saturday, August 13, 2022 (05:00 P.M.) (Both days inclusive). During this period, the Members of the Company holding equity shares either in physical form or dematerialised form, as on Friday, July 8, 2022 ('cut-off date'), may cast their vote electronically. Once vote on a resolution is cast by the member, he/ she shall not be allowed to change it subsequently or cast the vote again. Please note that remote E-voting module shall be disabled for voting by M/s. KFIN Technologies Limited (Formerly known as Karvy Fintech Private Limited) after the last date and time.
9. A member need not use all his / her / its votes nor does he / she / it need to cast all his / her / its votes in the same way.
10. The Scrutinizer's decision on the validity of the voting shall be final.
11. A copy of the Postal Ballot Notice is also available on the website of the Company viz. www.meeraind.com and e- voting website viz. <https://evoting.kfintech.com>. And at the corporate announcement section of the website of the BSE Limited on which the equity shares of the Company are currently listed.
12. The Board of Directors have appointed M/s Chirag Shah and Associates, Firm of Practicing Company Secretaries as Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner and to receive and scrutinize the votes received through remote e-voting platform. After completion of the scrutiny of votes received, the scrutinizer will submit the report to the Chairman of the Company.

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13. The Resolution will be taken as passed effectively on Saturday, August 13, 2022 being last date for voting, if the result of the voting indicates that the requisite votes, as required for Ordinary Resolutions, had received assent to the Resolution. The result of the voting will be declared on or before Wednesday, August 17, 2022 at the Registered Office of the Company. The result of the voting will also be posted on the Company's website www.meeraind.com and communicated on the same day to stock exchange, registrar and share transfer agent and e-voting agency.
14. Resolution approved by the members through Postal Ballots /remote e-voting are deemed to have been passed effectively at a General Meeting of the Members.
15. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice /documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to give their consent by providing their e-mail addresses to the Company or to M/s. KFIN Technologies Limited, Registrar and Share Transfer Agent of the Company.

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INSTRUCTIONS FOR CASTING VOTES BY REMOTE E-VOTING HOW DO I VOTE ELECTRONICALLY USING M/S. KFIN TECHNOLOGIES LIMITED (FORMERLY KNOWN AS KARVY FINTECH PRIVATE LIMITED)

1. E-VOTING FACILITY:

- i. Pursuant to the provisions of Section 108 and other applicable provisions of the Act read with the Rules and Regulation 44 of Listing Regulations, as amended, read with circular dated December 9, 2020 of SEBI on e-Voting Facility provided by Listed Entities, the Company is providing e-voting facility of KFinTech to its members to exercise their right to vote on the proposed resolution by electronic means.
- ii. The e-voting facility will be available during the following period:

Commencement of remote e-voting	Friday, July 15, 2022 at 9:00 a.m. (IST)
End of remote e-voting	Saturday, August 13, 2022 at 5:00 p.m. (IST)

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by KFinTech upon expiry of the aforesaid period.

- iii. The manner of voting by (i) individual shareholders holding shares of the Company in demat mode, (ii) Shareholders other than individuals holding shares of the Company in demat mode, (iii) Shareholders holding shares of the Company in physical mode, and (iv) Shareholders who have not registered their e-mail address, is explained in the instructions given herein below.

2. INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING:

- i. Once the Shareholder has exercised the vote, whether partially or otherwise, the Shareholder shall not be allowed to change it subsequently or cast the vote again.
- ii. **INFORMATION AND INSTRUCTIONS FOR E-VOTING BY INDIVIDUAL SHAREHOLDERS HOLDING SHARES OF THE COMPANY IN DEMAT MODE**

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As per circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, all “individual shareholders holding shares of the Company in demat mode” can cast their vote, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. The procedure to login and access e-voting, as implemented by the Depositories / Depository Participant(s), is given below:

PROCEDURE TO LOGIN THROUGH WEBSITES OF DEPOSITORIES

NSDL	CDSL
<p>1. User already registered for IDeAS facility:</p> <p>a) URL: https://eservices.nsdl.com.</p> <p>b) Click on the “Beneficial Owner” icon under ‘IDeAS’ section.</p> <p>c) On the new page, enter existing User ID and Password. Post successful authentication, click on “Access to e-voting”.</p> <p>d) Click on company name or e-voting service provider and you will be re-directed to e-voting service provider website for casting the vote during the remote e-voting period.</p> <p>2. User not registered for IDeAS e-Services**</p> <p>a) To register click on link : https://eservices.nsdl.com (Select “Register Online for IDeAS”) or https://eservices.nsdl.com/SecureWeb/Id easDirectReg.jsp</p> <p>b) Proceed with completing the required fields.</p> <p>** (Post registration completion, follow the process as stated in point no.1 above)</p>	<p>1. Existing user who have opted for Easi / Easiest</p> <p>a) URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com</p> <p>b) Click on New System Myeasi.</p> <p>c) Login with user ID and password.</p> <p>d) Option will be made available to reach e-voting page without any further authentication.</p> <p>e) Click on e-voting service provider name to cast your vote.</p> <p>2. User not registered for Easi / Easiest**</p> <p>a) Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>b) Proceed with completing the required fields.</p> <p>** (Post registration is completed, follow the process as stated in point no.1 above)</p> <p>3. First time users can visit the e-voting</p>

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NSDL	CDSL
<p>3. First time users can visit the e-voting website directly and follow the process below:</p> <p>a) URL: https://www.evoting.nsdl.com</p> <p>b) Click on the icon “Login” which is available under ‘Shareholder / Member’ section.</p> <p>c) Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>d) Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page.</p> <p>e) Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p>	<p>website directly and follow the process below:</p> <p>a) URL: www.cdslindia.com</p> <p>b) Provide demat Account Number and PAN No.</p> <p>c) System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>d) After successful authentication, user will be provided links for the respective Electronic Service Provider (ESP) where the e-voting is in progress.</p> <p>e) Click on company name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p>

PROCEDURE TO LOGIN THROUGH DEMAT ACCOUNTS / WEBSITE OF DEPOSITORY PARTICIPANT

Individual shareholders holding shares of the Company in Demat mode can access e-Voting facility provided by the Company using login credentials of their demat accounts (online accounts) through their demat accounts / websites of Depository Participants registered with NSDL/CDSL. An option for “e-Voting” will be available once they have successfully logged-in through their respective logins. Click on the option “e-Voting” and they will be redirected to e-Voting modules of NSDL/CDSL (as may be applicable). Click on the e-Voting link available against Meera Industries Limited or select e-Voting service provider “KFinTech” and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.

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Members who are unable to retrieve User ID / Password are advised to use “Forgot User ID” / “Forgot Password” options available on the websites of Depositories / Depository Participants.

Contact details in case of any technical issue on NSDL Website	Contact details in case of any technical issue on CDSL Website
Members facing any technical issue during login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 / 1800 22 44 30.	Members facing any technical issue during login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43.

iii. INFORMATION AND INSTRUCTIONS FOR E-VOTING BY (I) SHAREHOLDERS OTHER THAN INDIVIDUALS HOLDING SHARES OF THE COMPANY IN DEMAT MODE AND (II) ALL SHAREHOLDERS HOLDING SHARES OF THE COMPANY IN PHYSICAL MODE

I. A In case a member receives an e-mail from the Company / KFinTech [for Members whose e-mail address is registered with the Company/Depository Participant(s)]:

- a. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- b. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No. /DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.
- c. After entering the details appropriately, click on LOGIN.
- d. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- e. You need to login again with the new credentials.
- f. On successful login, the system will prompt the member to select the e-voting Event Number “EVENT” for “Meera Industries Limited”.

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- g. On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date, Friday, 8th April, 2022, under "FOR / AGAINST" or alternatively, member may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR / AGAINST" taken together should not exceed their total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
- h. Members holding multiple folios / demat accounts shall choose the voting process separately for each of the folios/demat accounts.
- i. Members may then cast their vote by selecting an appropriate option and click on "SUBMIT".
- j. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once a member confirms, he/she will not be allowed to modify. During the voting period, Members can login any number of times till they have voted on the Resolution.
- k. Upon confirmation, the message 'Vote cast successfully' will be displayed. Once you have confirmed your vote on the resolution, you cannot modify your vote.
- l. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI. Etc.) are also required to send scanned certified true copy (PDF/JPG Format) of the Board Resolution/Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at chi118_min@yahoo.com with a copy marked to evoting@kfintech.com The scanned image of the above mentioned documents should be in the naming format "Meera Industries Limited_ EVENT NO."

B. In case of a member whose e-mail address is not registered / updated with the Company / KFinTech / Depository Participant(s), please follow the following steps to generate your login credentials:

- a. Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update the same by clicking on <https://rkarisma.kfintech.com/shareholders> or by giving details of folio number, e-mail address and self-attested copy of PAN Card to KFinTech at einward.ris@kfintech.com
- b. Members holding shares in dematerialised mode who have not registered their e-mail address with their Depository Participant(s) are requested to register / update

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their e-mail address with the Depository Participant(s) where they maintain their demat accounts.

c. After due verification, the Company / KFinTech will forward your login credentials to your registered e-mail address.

d. Follow the instructions at I.(A). (a) to (l) to cast your vote.

II. Members can also update their mobile number and e-mail address in the “user profile details” in their e-voting login on <https://evoting.kfintech.com> which may be used for sending further communication(s).

III. Any Member who has forgotten the User ID and Password, may obtain / generate / retrieve the same from KFinTech in the manner as mentioned below:

a. If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS: **MYEPWD** <space> E-Voting Event Number+Folio No. or DP ID Client ID to **9212993399**

Example for NSDL: MYEPWD <SPACE> IN12345612345678

Example for CDSL: MYEPWD <SPACE> 1402345612345678

Example for Physical: MYEPWD <SPACE> XXXX123456789

b. If e-mail address or mobile number of the member is registered against Folio No./DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate password.

c. Member may call on KFinTech’s toll-free numbers 1800-309-8998 / 1800-309-4001 (from 9:00 a.m. IST to 6:00 p.m. IST on all working days).

d. Member may send an e-mail request to einward.ris@kfintech.com After due verification of the request, User ID and password will be sent to the member.

e. If the member is already registered with KFinTech’s e-voting platform, then he/she/it can use his/her/its existing password for logging-in.

MEERA
INDUSTRIES LIMITED

CIN: L29298GJ2006PLC048627

Registered Office: 2126, Road No. 2, GIDC, Sachin, Surat, Gujarat – 394 230

Email: info@meeraind.com **Website:** www.meeraind.com

Ph: 0261-2399114

Tele Fax: +91-261-2397269

IV. In case of any query on e-voting, members may refer to the “Help” and “FAQs” sections / E-voting user manual available through a dropdown menu in the “Downloads” section of KFinTech’s website for **e-voting** : **<https://evoting.kfintech.com>** or contact KFinTech as per the details given under sub-point no. V below.

V. Members are requested to note the following contact details for addressing e-voting related grievances:

KFin Technologies Limited
Selenium Tower B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad 500 032
Phone No.: +91 40 6716 1700
Toll-free Nos.: 1800-309-4001
(from 9:00 a.m. IST to 6:00 p.m. IST on all working days)



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 1 : To appoint Mr. Rajendrabhai Vanmalibhai Kalyani (DIN: 07988568) as an Independent Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

The Board of Directors of the Company vide circular resolution dated 18th May, 2022, based on the recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161(1) of the Act read with the Articles of Association of the Company, had approved the appointment of Mr. Rajendrabhai Vanmalibhai Kalyani (DIN: 07988568) as an Additional Director, designated as an Independent Director of the Company for a term of 5 (Five) consecutive years with effect from May 18, 2022. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Directors requires approval of the members of the Company. Further, in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), effective January 1, 2022, appointment of an Independent Director of a listed entity shall be subject to approval of shareholders by way of a special resolution. Mr. Rajendrabhai Vanmalibhai Kalyani is qualified to be appointed as a director in terms of Section 164 of the Act and has given his consent to act as a director. The Company has also received declaration from Mr. Rajendrabhai Vanmalibhai Kalyani that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and Listing Regulations. The Company has also received notice under Section 160 of the Act from a member proposing the candidature of Mr. Rajendrabhai Vanmalibhai Kalyani for the office of a Director of the Company. In the opinion of the Board, Mr. Rajendrabhai Vanmalibhai Kalyani fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. Mr. Rajendrabhai Vanmalibhai Kalyani is independent of the management and possesses appropriate skills, experience and knowledge. Considering the extensive knowledge and experience of Mr. Rajendrabhai Vanmalibhai Kalyani in Corporate Governance, Boardroom Strategy and Compliance Management, appointment of Mr. Rajendrabhai Vanmalibhai Kalyani as an Independent Director is in the interest of the Company. Details of Mr. Rajendrabhai Vanmalibhai Kalyani has provided in the “Annexure A” to the Notice, pursuant to the provisions of (i) SEBI Listing Regulations and (ii) Secretarial

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Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India. He shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board and reimbursement of expenses for participating in the Board and other meetings. Copy of draft letter of appointment of Mr. Rajendrabhai Vanmalibhai Kalyani setting out the terms and conditions of appointment is available electronically for inspection by the Members. Mr. Rajendrabhai Vanmalibhai Kalyani is interested in the resolutions set out at Item No. 1 of the Postal Ballot Notice with regard to his appointment. His relatives may be deemed to be interested in the respective resolution to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. This statement may also be regarded as an appropriate disclosure under the Act and the SEBI Listing Regulations. The Board commends the Special Resolution set out at Item No.1 of the Notice for approval by the members.

**By Order of the Board of Directors of
Meera Industries Limited**

Sd/-

Bhavisha Chauhan

Company Secretary & Compliance Officer

Membership No: A45733

Date: July 13, 2022

Place: Surat

Registered office:

2126, Road No. 2, GIDC, Sachin,

Surat, Gujarat – 394 230