

MOHITE INDUSTRIES LTD.



Date 02/09/2021

To,
Manager - Corporate Relationship Dept.
BSE Limited
Phiroze Jeejee bhoy Towers
Dalal Street
Mumbai - 400001.

Scrp Code no. 532140

Sub. Intimation of Annual General Meeting, Book closure and E-voting

Dear Sir,

We hereby informed that

1. Annual General Meeting (AGM) —

The 30th Annual General Meeting of the members of the Company will be held on Friday, 24th Sept., 2021 at 11.00 a.m. at the Registered Office of the Company, situated at R. S. No. 347, Ambapwadi Phata, Off. NH-4, Vadgaon, Tal.- Hatkanangale, Dist.- Kolhapur—416112, MH. Notice of AGM is attached herewith.

2. Book Closure For Annual Closure Purpose –

The Register of Members and Share Transfer Books of the Company shall remain closed from the Saturday, 18th September 2021 to Friday, 24th September 2021 [both days inclusive] for the purpose of Annual Book Closure.

3. E-voting facility –

The Company has offered remote e-voting facility as an alternative mode of voting through Central Depository Services (India) Limited (CDSL) which will enable the Members to cast their votes electronically on the resolutions mentioned in the notice of Annual General Meeting. The shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, 17th September 2021 may cast their vote electronically.

Detailed note on e-voting is give in Note No. 16 to the Notice of AGM

Please take it in on your records.

For Mohite Industries Limited,

Shivaji Mohite
Managing Director



Regd. Office : R.S.No.347, Ambapwadi Phata, Off. NH-4, P. B. NO.1, Vadgaon, Tal. Hatkanangale, Dist - Kolhapur. 416112 (MS) India
GSTIN : 27AABCR3410K12| Phone : +91-230-2471230-33. M.: 9623570707, 9922370707. Fax : +91-230-2471229
CIN : L40100MH1990PLC058774 (Formerly R M Mohite Industries Ltd.)

City Office : 'Parvati-Kum', 250/B Nagala Park, Kolhapur. 416 003 (MS) India.
Phone : +91-231-2667302. e-mail : mohite@bseil.in web : www.mohite.com

NOTICE

Notice is hereby given that the 30th Annual General Meeting of the members of MOHITE INDUSTRIES LIMITED (CIN L40108MH1990PLC058774) will be held on Friday, 24th September 2021 at 11.00 a.m. at the Registered Office of the Company, situated at R. S. NO. 347, Ambapwadi Phata, Off. NH-4, Vadgaon, Tal.- Hatkanangale, Dist.- Kolhapur – 416112, MH to transact the following business :-

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - (a) the audited Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon; and
 - (b) the audited consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the Report of Auditors thereon.
2. To appoint a Director in place of Mrs. Monika Shivaji Mohite (DIN: 00425614), who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions if any of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to Shri. Sudhakar V. Vhatte, Cost and Management Accountant, Solapur, having Membership No. 7501 and Firm Registration No. 100280 appointed by the Board of Directors of the Company as Cost Auditor to conduct the audit of the cost records maintained by the company in respect of 'Electricity from Hydro - Electric Power' and manufacturing of 'Textiles Products' for the financial year ending March 31, 2022, amounting to ₹ 60000/- (Rupees Sixty Thousand only) and also the payment of taxes as applicable and re-imbursalment of out of pocket expenses incurred by him in connection with the aforesaid audit, be and is hereby ratified and confirmed”

4. To consider and if thought fit, to pass the following resolution as an **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Regulations 24 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 180(1)(a) and other applicable provisions if any, of the Companies Act, 2013, and the relevant rules made thereunder, (including any statutory modifications, amendments or re-enactments of any of them for the time being in force), the Memorandum and Articles of Association of the company and subject to other requisite approvals to the extent necessary as may be required, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as Board) for the divestment by way of sale, transfer or otherwise dispose-off in one or more tranches, the entire investments i.e. 23,40,000 fully paid up equity shares of ₹ 10/ each held in Solitaire Constructions Private Limited, a subsidiary company to the purchasers and at the consideration not less than the amount as mentioned below; or to any other purchasers (whether related party or not) with whom the Board may finalise the agreement and on such other terms and conditions as may be approved by the Board:

Sr. No	Purchaser	No. of Shares	Consideration (₹)
1.	Shivaji Ramchandra Mohite	1305000	1,56,60,000/-
2.	Monika Shivaji Mohite	585000	70,20,000/-
3.	Dhruv Shivaji Mohite	450000	54,00,000/-

RESOLVED FURTHER THAT for the purpose of implementation of this resolution, the Board be and is hereby authorised without being required to seek any fresh approval of the shareholders of the Company, to do all such acts, deeds, matter and things, including but not limited to deciding the time, mode, manner, extent of tranches, if required and other terms and conditions of the disinvestment/sales of the shares as aforesaid, negotiating and finalising the terms of sale/ offer for sale as may be necessary, desirable and expedient to be agreed, and all incidental and necessary steps for and on behalf of the company and to settle all questions or queries that may arise in the course of implementing this resolution.”

5. To consider and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION** :

“RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “the Listing Regulations”), as amended, and Section 188 of the Companies Act, 2013 (hereinafter referred to as “the Act”), if and to the extent applicable, and other applicable provisions of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board” which term shall include any Committee thereof) to enter into any and all transactions/contracts/ arrangements with MOHITE MOTORS PRIVATE LIMITED, a 'related party' as defined in Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, relating to making of loan(s) to, and/or giving of guarantee(s) or providing security(ies) on behalf of and/or making of investments and/ or providing/availing of services by the Company and /or Sale, Purchase or Supply of any goods or materials by the Company and /or Selling or otherwise disposing of, or buying property of any kind by the Company and/or Leasing of property of any kind by or from the Company and or any other transaction wherein transfer of resources, services or obligations is taking place with a MOHITE MOTORS PRIVATE LIMITED, regardless of whether a price is charged on such terms and conditions as the Board in its absolute discretion may deem fit PROVIDED HOWEVER THAT the amount /value of all such transactions/contracts/ arrangements that may be entered into by the Company with MOHITE MOTORS PRIVATE LIMITED and remaining outstanding at any point of time shall not exceed 10 Crore (Rupees Ten Crore Only) during a financial year.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give full effect to the above resolution and matters connected therewith or incidental thereto.”

For and on behalf of Board of Directors,

Place - Vadgaon, Kolhapur

Date - 27th August, 2021

SHIVAJI MOHITE
Managing Director
(DIN 00425441)

Notes

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts related to each item of Special Business is annexed hereto;
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT ONE OR MORE PROXY/PROXIES IN CASE OF ONLY VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. The proxy, in order to be effective, must be lodged with the Company not less than 48 hours before the Commencement of the meeting. The blank proxy form is enclosed herewith.

A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Corporate Members intending to send their representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
4. **To comply with the provision of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rules 2014, the Company shall be required to update its database by incorporating some additional details of its members in its records. Members holding shares in physical form are requested to notify their PAN, Bank accounts Details, the email ID and addresses, mobile no or any changes therein, if any, at the earliest to Registrar & Share Transfer Agent of the Company i.e Link Intime India Private Limited at Unit : Mohite Industries Limited, C- 101, 247 Park, L.B.S. Marg, Vikroli (West), Mumbai-400083, Ph. No.(022)-49186000, E-mail : rnt.helpdesk@linkintime.co.in., along with self-attested documentary proof. Members holding shares in dematerialized form are requested to notify such details to their Depository Participants.**
5. This notice is being issued having regards to provisions of sec.108 of the Companies Act 2013 and the rules made thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Annual Reports for the financial Year 2020-21 and other communications is being sent through electronic mode to those members whose E-mail IDs are registered with Company/ DP unless any member requested for physical copy of the same. The Annual Report and Notice Convening Annual General Meeting is also available on Companies website www.mohite.com and website of stock exchange www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com As per provisions of SEBI circular SEBI/HO/CFD/CMD1/CIR/P/2020/79 Dt. 12th May 2020 and circular no. SEBI/HO/CFD/CMD2/CIR /P/2021/11 dated January 15, 2021 read with MCA circulars dated 31 December 2020 and 13th January 2021 giving relaxation to conduct Extraordinary General Meeting and Annual General Meeting due to waking up of COVID-19 pandemic, sending of the physical copies of notice and annual report to members is dispensed with for AGM/ EOGM conducted till 31st December 2021 hence company is not sending physical copies of annual report and notice convening Annual General Meeting to any member.
6. As per provisions of sec.124 & 125 of the Companies Act 2013 there was no any pending unclaimed/unpaid dividend in respect of any previous year which is required to be transferred to Investor Education and Protection Fund (IEPF).
7. Also Pursuant to the provisions sec.124 & 125 of the Companies Act 2013 read with Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company need not to transfer any shares to Investor Education and Protection Fund (IEPF).
8. The particulars of directors seeking appointment/ reappointment in forthcoming Annual General meeting as required under regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard on General Meeting (SS2) are also attached to this Notice.
9. The Register of Members and Share Transfer Books of the Company shall remain closed from the Saturday, 18th September 2021 to Friday, 24th September 2021 [both days inclusive] for the purpose of Annual Book Closure.

Notes :

Members having multiple folios in identical names or in joint names in the same order are requested to send the share certificate(s) to the Company's Registrar and Share Transfer Agents, M/s. Link Intime India Private Limited for consolidation of all such shareholding into one folio to facilitate better services.

10. The Register of Directors and Key Managerial Personnel and their Shareholdings, maintained under Section 170 and Register of Contract or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members during the AGM and on AGM day.

11. The Members whose names appear in the Register of Members/List of Beneficial Owners as received from Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL) as on Friday, 17th September 2021 are entitled to vote by electronic voting system or at Annual General Meeting by Ballot/Polling Paper on the resolutions set forth in this Notice.
12. In case of joint holders attending the meeting, the joint holder with highest in order of names will be entitled to vote.
13. In terms of SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018 effective from 1st April, 2019; Company's shares can be transferred in dematerialized form only. Hence members, who hold shares in physical form, are requested to dematerialize their shares, so they can transfer their shares in future, if so desire. However members can continue to hold shares in physical form.
14. Non-resident Indian Members are requested to inform Registrar and Share Transfer Agents, immediately of:
 - (i) the change in the residential status on return to India for permanent Settlement; and
 - (ii) the particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
15. Messrs. Link Intime India Pvt. Ltd., C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 continues to act in the capacity of Registrar and Share Transfer Agent for physical shares of the Company. Messrs Link Intime India Pvt. Ltd. is also the depository interface of the Company with both NSDL and CDSL. Members are requested to address all correspondences to the said Registrar and Share Transfer Agent and further requested to always quote their Folio Number / DPID-Client ID in all correspondences with the Company.

16. Voting through electronic means

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 as amended the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting will be provided by CDSL.

It is not mandatory for members to vote by using e-voting facility.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on Tuesday, 21st September, 2021 at 09.00 AM and ends on Thursday, 23rd September, 2021 at 05.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 17th September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing 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 visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period 2) If the user is 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period</p>

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. CDSL and NSDL

Login type	Helpdesk details
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 or contact at 022 - 23058738 and 22 - 23058542-43.
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 or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL : 16 digits beneficiary ID,
 - b. For NSDL : 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

PAN	For Shareholders holding shares in Demat Form other than individual and Physical Form
	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant **<MOHITE INDUSTRIES LIMITED>** on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) Facility for Non – Individual Shareholders and Custodians –Remote Voting
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@mohite.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 RTA email id
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Please note the following

- a) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) Friday, 17th September 2021.
- b) The facility for voting by ballot/ polling paper shall be made available at the meeting and the members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
- c) A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- d) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the AGM through ballot paper.
- e) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot/polling paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- f) Mr. Dilip Dadaso Pange, Practicing Company Secretary has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
- g) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall declare the result of the voting forthwith .
- h) The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.mohite.com and simultaneously communicated to the BSE Limited also.

EXPLANATORY STATEMENT

AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

The following explanatory statement sets out all material facts relating to the business under item No. 3 to 5

ITEM NO. 3

The Board on the recommendation of the Audit Committee has approved the appointment of Shri. Sudhakar V. Vhatte, Cost & Management Accountant, Solapur, the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2022 at a remuneration of ₹ 60000/- (Rupees Sixty Thousand Only) plus taxes and out of pocket expenses.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

Accordingly, consent of the members is sought by passing an Ordinary Resolution as set out at item no.3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2022.

The Directors recommend the resolution for your approval.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise, in these Resolution.

ITEM NO. 4

The Company holds 52% shares in its subsidiary viz. Solitaire Constructions Private Limited. Presently subsidiary has no any project and in future subsidiary company will earn only from maintenance activity and there is no possibility that subsidiary will receive any construction project. Also your company's financial liquidity badly affected due to pandemic lockdown in overall market, hence in order to meet financial need for business operations of the company management come out with this proposal. There are less chances of improvement in the performance of subsidiary in future.

In view of the above, it was decided by the Board of Directors of the Company to sell, transfer or otherwise dispose of the entire holding of the Company in its subsidiary.

Regulation 24 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that no company shall dispose of shares in its material subsidiary which would reduce its shareholding (either on its own or together with other subsidiaries) to less than 50% or cease to exercise of control over the subsidiary without passing a special resolution in its General Meeting, except in cases where such divestment is made under a scheme of arrangement duly approved by a Court/ National Company Law Tribunal.

The Subsidiary company's income exceeds 10 % of the consolidated income of the Company in FY 2019-20 and FY 2020-21. Pursuant to aforementioned Regulation 24, subsidiary became material subsidiary of the Company in FY 2020-21 and also will be considered as material subsidiary of the Company in FY 2021-22 and the sale, transfer or disposal of shares held by the Company in subsidiary company shall require approval of the shareholders of the Company through a special resolution.

Members of the Company are further requested to note that Section 180(1)(a) of the Companies Act, 2013 mandates that the Board of Directors of the company shall exercise the power to sell, lease or otherwise dispose off the whole or substantially the whole of any undertaking(s) of the company, only with the approval of the members of the Company by way of a special resolution.

The proposed disinvestment will amount to sale of substantial interest in undertaking by the Company, your Directors propose resolution under section 180(1)(a) of the Companies Act, 2013 for the approval of the shareholders.

The Board of Directors recommends the Special Resolution no 4 set out in the Notice for approval of members, as they feel the same to be in the interest of the Company.

The proposed transaction is not material related party transaction under Reg. 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 nor a transaction requiring shareholders approval under section 188 of the Companies act 2013. Here proposed purchasers are related party (i.e. promoter and member of promoter group) hence Shivaji Ramchandra Mohite, Managing Director and promoter and Monika Shivaji Mohite, Joint Managing Director and promoter of the company are interested party in proposed resolution.

None of the other Directors/Key Managerial Personnel of the Company and their relatives is, in any way concerned or interested, financially or otherwise, in the Resolution set out at item no. 4 of the Notice.

ITEM NO. 5

Pursuant to the Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the Listing Regulations"), all related party transactions shall require prior approval of the Audit Committee and all material transactions with related parties shall also require approval of the members of a public listed company through a resolution and the concerned related parties shall abstain from voting on such resolution. Additionally, as per the provisions of Section 188 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), all related party transactions beyond the thresholds mentioned in sub-rule (3)(a) of the said Rule 15, shall require prior approval of the members at a general meeting. "Material Related Party Transaction" under the Listing Regulations means any transaction(s) entered into individually taken together with previous transactions during a financial year exceeding 10% of the annual consolidated turnover of a listed company as per its last audited financial statements. The annual consolidated turnover of the Company for the financial year 2020-21 is ₹ 88.66 Cr. Accordingly, any transaction(s) by the Company with its related party exceeding 8.866 Cr. (10% of the Company's annual consolidated turnover) shall be considered as material transaction and hence, prior approval of the Members will be required for the same. MOHITE MOTORS PRIVATE LIMITED is the company having common shareholders, directors and promoters as that of your company. In FY 2020-21 MOHITE MOTORS PRIVATE LIMITED availed services of ₹ 1.09 Cr. from your company and during current and forthcoming financial years sale, purchase, rendering/availing services etc. with MOHITE MOTORS PRIVATE LIMITED may happen.

In view of the above, it is proposed to obtain Members' approval for the following transactions which may be entered into by the Company with its related parties from time to time:

No	Name of the Related Party	Nature of Relationship	Nature of Transaction	Amount (in Crore)*
1	MOHITE MOTORS PRIVATE LIMITED	company having common shareholders, directors and promoters	Loans/Inter-corporate Deposits/Investment, purchase and/or sale, and/ or providing/availing of services by the Company and /or Sale, Purchase or Supply of any goods or materials by the Company and /or Selling or otherwise disposing of, or buying property of any kind by the Company and/or Leasing of property of any kind by or from the Company and or any other transaction wherein transfer of resources, services or obligations is taking place	10 Cr. per year

Mr. Shivaji Mohite and Mrs. Monika Mohite, promoter, directors and shareholders of Mohite Industries Ltd are promoters, directors and 100% shareholders of Mohite Motors Private Limited

The above transactions, which are enabling in nature, have been approved by the Audit Committee of the Board of the Company at their meeting in terms of the requirements of Regulation 23(3) of the Listing Regulations. The Board recommends passing of the Ordinary Resolutions set out at item nos. 5 of the Notice. Mr. Shivaji Mohite, Managing Director and Mrs. Monika Mohite, Joint Managing Director also are deemed to be interested in the ordinary resolution at item no. 5 of the Notice. None of the other Directors/Key Managerial Personnel of the Company and their relatives is, in any way concerned or interested, financially or otherwise, in the Resolution set out at item no. 5 of the Notice

For and on behalf of Board of Directors,

Place - Vadgaon, Kolhapur

Date - 27th August, 2021

SHIVAJI MOHITE
MANAGING DIRECTOR
DIN 00425441

ANNEXURE TO AGM NOTICE

INFORMATION REQUIRED TO BE FURNISHED UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015:

Details of the Directors seeking appointment/re-appointment -

1.	Name :	Mrs. Monika Shivaji Mohite (DIN 00425614)
	Age:	46 years
	Nationality	Indian
	Qualifications :	M.A.
	Experience :	Since 2012 she is serving the company as Joint. Managing Director and she has vast experience of management as an Entrepreneur.
	Shareholding	4656339 Equity Shares of ₹ 10/-each
	Designation	Joint Managing Director
	Relation Inter-se	Belongs to Promoter Group and Relative (Wife) of Mr. Shivaji Mohite, Managing Director of the Company
	Other Directorship	<ol style="list-style-type: none"> 1) Chirag Sanditext Pvt. Ltd 2) Mohite Developers Pvt. Ltd. 3) Divine Contractors Pvt. Ltd. 4) Khyati Motors Pvt. Ltd 5) Mohite Motors Pvt. Ltd 6) Mohitex Knitts Pvt. Ltd. 7) Musk Developers Pvt. Ltd 8) Pergola Builders Pvt. Ltd 9) Pioneer Mining Project and development Pvt. Ltd 10) Precision Developers Pvt. Ltd. 11) Mohite Minerals and Metals Pvt. Ltd. 12) Shiv – Dhruv Builders Pvt. Ltd. 13) Shivam Earth Movers Pvt. Ltd. 14) Starlit Developers Pvt. Ltd 15) Solitaire Constructions Pvt. Ltd 16) United Real Estate Developers Pvt. Ltd. 17) Velour Build – Con Pvt. Ltd. 18) Parvati Mohite Foudation 19) Paarakhi Agro-tech Pvt Ltd
	List of Chairmanship and Membership of various Committees in Public Companies	NA

FORM No. MGT-11
PROXY FORM
 MOHITE INDUSTRIES LIMITED
 (CIN: L40108MH1990PLC058774)

Reg. Off : R.S. No. 347, Ambapwadi Phata, NH-4, Vadgaon, Tal- Hatkanangale, Dist. Kolhapur – 416112,
 ♦ website: www.mohite.com; email: cs@mohite.com ♦ Tel: +91 9623570707, 9922370707

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s) _____
 Registered Address _____
 Email ID. _____
 Folio No./ Client ID _____ DP ID _____
 I/We, being the Member(s) of _____ Shares of the above named company, hereby appoint-

1. Name : _____ Address : _____ _____ Email ID : _____ Signature : _____ or failing him	2. Name : _____ Address : _____ _____ Email ID : _____ Signature : _____ or failing him	3. Name : _____ Address : _____ _____ Email ID : _____ Signature : _____
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as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at 30th Annual General Meeting of the members of MOHITE INDUSTRIES LIMITED (CIN L40108MH1990PLC058774) to be held on Friday, 24th September 2021 at 11.00 a.m. at the Registered Office of the Company, situated at R. S. No. 347, Ambapwadi Phata, NH-4, Tal- Hatkanangale, Dist. Kolhapur Vadgaon – 416112 and at any adjournment thereof in respect of such resolutions as are indicated below:

	No Resolutions	Vote		
		For	Against	Abstain
Ordinary Business				
1	To receive, consider and adopt: (a) the audited Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the Report of Auditors thereon			
2	To appoint a Director in place of Mrs. Monika Shivaji Mohite (DIN: 00425614), who retires by rotation and being eligible offers herself for re-appointment.			
Special Business				
3	To approve remuneration of Cost Auditor appointed by the Board for FY 2021-22			
4	To seek approval for entire divestment by way of sale, transfer or dispose off shares held in Material Subsidiary Company viz. Solitaire Constructions Private Limited			
5	To seek approval for Material Related Party Transactions to be entered into with MOHITE MOTORS PRIVATE LIMITED.			

Signed this day of 2021
 Signature of shareholder:
 Signature of Proxy holder(s) :



Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. It is optional to indicate your Preference. If you leave the for ,against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deemed appropriate.



MOHITE INDUSTRIES LTD.

(CIN: L40108MH1990PLC058774)

Reg. Off : R.S. No. 347, Ambapwadi Phata, NH-4, Vadgaon, Tal- Hatkanangale, Dist. Kolhapur – 416112,
◆ website: www.mohite.com; email: cs@mohite.com ◆ Tel: +91 9623570707, 9922370707

ATTENDANCE SLIP

30th Annual General Meeting on Friday, 24th September 2021

Sr. No. :

Regd. Folio / DP ID & Client ID _____
Name _____
Address of The Member(s) _____

Joint Holder 1 _____

Joint Holder 2 _____

No. of Shares held _____

I/we hereby record my/our presence at the 30th Annual General Meeting of the company at the R. S. No. 347, Ambapwadi Phata, NH-4, Vadgaon, Tal- Hatkanangale, Dist. – Kolhapur, 416112 on on Friday, 24th September 2021 at 11.00 a.m

Member's Folio/
DP ID/Client ID No.

Member's /Proxy's Name
(In Block Letters)

Member's/Proxy's Signature

Note : Please Complete and sign this attendance slip and hand it over at the Attendance Verification Counter at the Entrance of the Meeting Hall.

ELECTRONIC VOTING PARTICULARS

30th Annual General Meeting On Friday, 24th September 2021

Sr. No. :

EVSN (Electronic Voting Sequence Number)	* Default PAN
210825047	Use Your PAN

* Only Members who have not updated their PAN with the Company / Depository Participant shall use Default PAN in the PAN field.

Note:

Please read the instructions printed under the Note No.16 to the Notice of 30th Annual General Meeting to be held on on Friday, 24th day of September 2021 at 11.00 a.m. The e-voting period starts from on Tuesday, 21st September 2021 at 09.00 A.M. and ends on Thursday, 23rd September, 2021 at 05.00 P.M. The voting module shall be disabled by CDSL for e-voting thereafter.