

NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the Members of **MOHITE INDUSTRIES LIMITED** (CIN L40108MH1990PLC058774) will be held on, Monday 30th September, 2024 at 11.00 AM 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 businesses:-

ORDINARY BUSINESS:

- To receive, consider and adopt:
 - The Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors' thereon; and
 - The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Report of Auditors' thereon.
- To appoint a Director in place of Mr. ABHAY SHAMRAO BHIDE, (DIN: 05307473), who retires by rotation and being eligible offers himself for re-appointment..

SPECIAL BUSINESS:

- To approve appointment and remuneration payable to Cost 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 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 Mr. 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 the 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 31st March, 2025, amounting to Rs. 60,000/- (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”.

- Re Appointment of Mr. Shivaji Ramchandra Mohite, as Managing director :

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 Section 196, 197, 203 and Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the relevant provisions of Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any needed, the consent of the shareholders of the Company be and is hereby accorded to reappoint Mr. Shivaji Ramchandra Mohite (DIN: 00425441) as Managing Director of the Company for a period of five years with effect from 1st October, 2024, on remuneration mentioned below to be paid for period of five year :

Remuneration Details :

Salary:

- Monthly salary of ₹ 4,00,000/- (Four Lakhs Only)
- Commission: Commission shall be decided by the Board of Directors as recommended by the Nomination & Remuneration Committee based on the net profit of the Company each year, subject to condition that aggregate Managerial Remuneration shall not exceed the limits laid down under Sections 196, 197 & schedule V of the Companies Act, 2013 read with other applicable rules and regulations thereunder.

Perquisites:

In addition to the aforesaid salary the Managing Director shall be entitled to the following perquisites:

- 1) Fully furnished Rent Free Accommodation or alternatively, House Rent Allowance in lieu thereof may be paid not exceeding `1,00,000/-p.m. The expenses on furnishing gas, electricity, water and other utilities shall be borne by the company.
- 2) Reimbursement of all medical expenses incurred for self and family subject to a limit of one month's salary per year. In addition hospitalization expenses incurred in India for self and family will be paid on actual basis.
- 3) Leave Travel concession to the Managing Director and his family, once in a year subject to the ceiling of one month's salary.
- 4) Personal Accident Insurance, premium of which shall not exceed 25,000/- per annum.
- 5) Fees of clubs subject to maximum of two clubs.
- 6) One foreign tour with family.

Retirement Benefits:

Provident Fund/Superannuation / Gratuity: As per Company's rule as applicable to other Senior Executives.

Other Perquisites:

- i) All expenses for the maintenance, running and upkeep of the Motor Car for business purpose to be borne and paid by the company.
- ii) Telephone at Residence, all charges including rental and all charges of the telephone being paid by the company in full.
- iii) Leave at the rate of one month for every eleven months of service. Leave not availed of may be encashed at the end of the tenure.
- iv) Such other benefits or amenities as may be applicable to other Senior Executives of the company. Perquisites, if availed, shall be evaluated as per Income Tax Rules wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost. The total cost for the Company on account of the perquisites shall not exceed 50 % of salary. The Board of Directors subject to approval by Nomination & Remuneration Committee shall have the powers to vary the above terms and conditions. Provided however that the total remuneration shall not exceed the limits prescribed under limits specified under Sections 197, 196, 203 & Schedule V of the Companies Act 2013 and rules made thereunder.

5. Appointment of Mrs. Sejal Sagar Terane as Director of the company:

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

“RESOLVED THAT in pursuance of the provisions of Section 152 read in conjunction with Rule 8, 9, and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and other relevant provisions of the Companies Act, 2013, along with its pertinent rules (including any statutory amendments or re-enactments in force), as well as the stipulations within the Articles of Association of the Company, the shareholders hereby grant their approval to appoint Mrs. Sejal Sagar Terane (DIN: 10768337) as a Director of the company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution”

For and on behalf of Board of Directors,

Place : Vadgaon, Kolhapur

Date : 07/09/2024

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. MCA vide Circular dated May 05, 2022 has extended the relaxations from dispatching of physical copies of Financial Statements for the year 2022 (i.e. till December 31, 2022). Considering the same, SEBI vide Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 decided to provide relaxation upto December 31, 2022, from Regulation 36 (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) which requires sending hard copy of Annual Report containing salient features of all the documents prescribed in Section 136 of the Companies Act, 2013 to the shareholders who have not registered their email addresses. Further, the Notice of Annual General Meeting published by advertisement in terms of Regulation 47 of LODR Regulations, shall contain a link to the Annual Report, so as to enable shareholders to have access to the full Annual Report. It is however emphasized that in terms of Regulation 36 (1) (c) of LODR Regulations, listed entities are required to send hard copy of full Annual Report to those shareholders who request for the same.

Further, the requirement of sending proxy forms under Regulation 44 (4) of the LODR Regulations is dispensed with up to December 31, 2023, in case of general meetings held through electronic mode only. However, your Company has not opted to conduct the AGM through Video Conference (VC) or Other Audio Video Means (OAVM), in view of the same the Proxy Forms will be sent to the members electronically which forms part of the Annual Report in soft copy as well who have registered their email addresses. The physical copy of the Proxy Form will be sent to the members who have not registered their email addresses.

3. This notice is being issued having regards to provisions of Section 108 of the Companies Act 2013 and the Rules made thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Annual Report for the Financial Year 2023-24 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
4. 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.

5. 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.
6. 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.
7. The Company encourages members to intimate/update their e-mail addresses to receive the Annual Report and other communication electronically in support of the “Go Green” initiative of the Ministry of Corporate Affairs. The Company will send all communication including the Annual Report via e-mail to the members who have provided their e-mail addresses to the Company/Depositories.
8. Pursuant to Section 72 of the Act, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's RTA. In respect of shares held in Demat form, the nomination form may be filed with the respective Depository Participant.
9. As per provisions of Section 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).
10. Also pursuant to the provisions Section 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).

11. 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.
12. The Register of Members and Share Transfer Books of the Company shall remain closed from the Monday, 23rd September, 2024 to Monday, 30th September, 2024 [both days inclusive] for the purpose of Annual Book Closure.
13. 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.
14. 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.
15. 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 Monday, 23rd September, 2024 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.
16. In case of joint holders attending the meeting, the joint holder with highest in order of names will be entitled to vote.
17. 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. Also to avail the benefits of Dematerialisation, which include easy liquidity, trading is permitted in Dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
18. 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.
19. All correspondence relating to transfer and transmission of shares, sub-division of shares, issue of duplicate share certificates, change of address, dematerialization of shares, payment of dividend etc. will be attended to and processed at the office of the RTA i.e. M/s. 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. M/s. Link Intime India Pvt. Ltd. is also the depository interface of the Company with both NSDL and CDSL. Members are requested to always quote their Folio Number / DPID-Client ID in all correspondences with the Company.
20. **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 Friday, 27th September, 2024 at 09.00 AM and ends on Sunday, 29th September, 2024 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 Monday, 23rd September 2024 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	<p>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.</p> <p>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.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>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.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>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 period2) 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.jspVisit 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</p>
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)	<ul style="list-style-type: none"> • 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. • 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 Futorex, 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.

- 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) Monday 23rd September, 2024.
- 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) CS Sachin Bidkar (Membership No A27380 & CP No 14666) 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.

- (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) Monday, 23rd September 2024.
- 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) CS Sachin Bidkar (Membership No A27380 & CP No 14666) 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 Nos. 3 & 4.

ITEM NO. 3

The Board on the recommendation of the Audit Committee has approved the appointment of Mr. 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, 2025 at a remuneration of ₹ 60,000/- (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, 2025.

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 Resolutions.

ITEM NO. 4

The attention is invited to the fact that at the 33rd Annual General Meeting held on 30th September, 2024 the shareholders' have re-appointed Mr. Shivaji Ramchandra Mohite (DIN : 00425441), as Managing Director. Further with the projected demand in business the Company does not expect to report more profits than presently earned. In view of the same, the Company will have inadequate profits during period of appointment of managerial personnel proposed to be reappointed. Under Sec. 197, Schedule V (Part II, Section II) of the Companies Act, 2013 and the rule 6,7 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 relating to Remuneration payable to managerial persons, where in any financial year during the currency of the tenure of the managerial person, a company has no profits or its profits are inadequate and Managerial remuneration is within the limit given under Schedule V (Part II, Section II) of the Companies Act, 2013, it may pay remuneration to a managerial person by way of salary, allowances and perquisites subject to: i) Payment of remuneration being approved by the Nomination and Remuneration Committee and the Board of Directors;

The approval of the members through a Special Resolution and Other applicable conditions under relevant provisions So the Company is seeking shareholders' approval for reappointment of Mr. Shivaji Ramchandra Mohite (DIN00425441), as Managing Director of the company for next 5 years and payment of remuneration in the form of salary, allowances, perquisites and other benefits as detailed in resolution No 4 three years. The shareholders may also please note that the remuneration that has been recommended here above in respective resolutions was approved by the Nomination and Compensation Committee of the Board and is after taking into account the experience and expertise of concerned appointee as detailed below and also the industry pay scale for similar sized companies.

ITEM NO. 5

The company has received candidature of Mrs. Sejal Sagar Terane for appointment as director of the company. The Company has also received Mrs. Sejal Sagar Terane's consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The Board considers that the proposed appointment of Mrs. Sejal Sagar Terane as a Director, will be in the best interest of the Company. The Board recommends Ordinary Resolution in Item No.5 of the accompanying Notice for approval by the members of the Company. None of the Directors, the Key Managerial Personnel of the Company and their relatives, have any concern or interest, financial or otherwise, in this Resolution.

For and on behalf of Board of Directors,

Place : Vadgaon, Kolhapur

Date : 07/09/2024

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 :	Mr. Abhay Shamrao Bhide (DIN 05307473)
2.	Age :	51 years
3.	Nationality :	Indian
4.	Date of first appointment on the Board :	October 01, 2012
5.	Qualification :	B. Tech
6.	Brief Resume & Nature of Expertise, Experience in specific functional area :	Whole-time director of the Company. He has more than 28 year's vast experience in spinning industry especially cotton. Besides this he is well versed with erection and implementation of spinning project. He has got training at Ritter in Europe and at USA for cotton.
7.	Listed entities from which the person has resigned in the past three years :	None
8.	Shareholding in MIL :	Nil
9.	Designation :	Wholetime Director
10.	Relation Inter-se :	There is no relationship between the Directors inter se. There is no relationship between the Directors inter se.
11.	List of Directorship in other Companies as on the date of this Notice :	None
12.	Chairmanship/Membership of various Committees of Companies as on the date of this Notice :	Mohite Industries Limited <ul style="list-style-type: none"> - Member, Audit Committee - Member, Stakeholders' Relationship Committee - Member, Corporate Social Responsibility Committee - Member, Risk Management Committee

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. SEJAL SAGAR TERANE, (DIN: 10768337)
2.	Age :	36 years
3.	Nationality :	Indian
4.	Date of first appointment on the Board :	-
5.	Qualification :	Bachelor of Arts
6.	Brief Resume & Nature of Expertise, Experience in specific functional area :	Non Executive director of the Company.
7.	Listed entities from which the person has resigned in the past three years :	None
8.	Shareholding in MIL :	Nil
9.	Designation :	Non Executive director
10.	Relation Inter-se :	There is no relationship between the Directors inter se.
11.	List of Directorship in other Companies as on the date of this Notice :	None
12.	Chairmanship/Membership of various Committees of Companies as on the date of this Notice :	NIL

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 33rd Annual General Meeting of the members of MOHITE INDUSTRIES LIMITED (CIN L40108MH1990PLC058774) to be held on Monday, 30th day of September, 2024 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 31 st March, 2024 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 31 st March, 2024 and the Report of Auditors thereon			
2	To appoint a Director in place of Mr. ABHAY SHAMRAO BHIDE, (DIN: 05307473), who retires by rotation and being eligible offers himself for re-appointment.			
Special Business				
3	To approve appointment & remuneration of the Cost Auditor appointed by the Board for FY 2024-25			
4	Re Appointment of Mr. Shivaji Ramchandra Mohite, as Managing director			
5	Appointment of Mrs. Sejal Sagar Terane as director of the company			

Signed this day of 2024

Signature of shareholder:

Signature of Proxy holder(s) :



Note:

- 1 Re Appointment of Mr. Shivaji Ramchandra Mohite, as Managing director
- 2 Appointment of Mrs. Sejal Sagar Terane as director of the company



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

33rd Annual General Meeting on Monday, 30th September 2024

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 33rd Annual General Meeting of the company at the R. S. No. 347, Ambapwadi Phata, NH- 4, Vadgaon, Tal- Hatkanangale, Dist. – Kolhapur, 416112 on Monday, 30th September, 2024 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

33rd Annual General Meeting on Monday, 30th September 2024

Sr. No. :

EVSN (Electronic Voting Sequence Number)	* Default PAN
240905020	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.20 - 'Voting through Electronic Means' in the "Notice of 33rd Annual General Meeting to be held on Monday, 30th September, 2024". The e-voting period starts from Friday, 27th September, 2024 at 09.00 AM and ends on Sunday, 29th September, 2024 at 05.00 PM. The voting module shall be disabled by CDSL for e-voting thereafter.

