

# **MRL TYRES LIMITED**

(Formally known as Malhotra Rubbers Limited)

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

**CIN : U74899DL1978PLC009127**

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## **NOTICE**

**SHORTER NOTICE** is hereby given that the 42nd Annual General Meeting of the members of the MRL TYRES LIMITED will be held on WEDNESDAY the 30<sup>th</sup> day of December, 2020 at the registered office 70/50A, First Floor, Rama Road Indl. Area, Najafgarh Road, Moti Nagar, Delhi-110015 at 11.30 A.M. to transact the following business:-

### **ORDINARY BUSINESS**

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2020, along with Cash Flow Statement and the Reports of the Board of Directors and the Auditors.
2. To declare dividend for the financial year ended 31st March, 2020.
3. To appoint a Director in place of Mr. Monit Malhotra (DIN: 00494427) who retires by rotation and, being eligible, offers himself for re-election.

### **SPECIAL BUSINESS**

4. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:-

“Resolved that, in accordance with the provisions of Section 148 of the Companies Act, 2013, the remuneration of **M/s RAMAWATAR SUNAR**, Cost Accountants, (Registration No. 10567) appointed by the Board of Directors of the Company as the Cost Auditors to conduct audit of Cost Records maintained in respect of all applicable products of the Company, for the financial year 2020 - 21, at Rs. 65,000/- (Rupees Sixty Five Thousand only) plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred, be and is hereby ratified.”

5. REGULARISATION OF ADDITIONAL DIRECTOR, MR. AMIT MADAAN BY APPOINTING HIM AS INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT, Mr. Amit Madaan (DIN-06869420), who was appointed as an Additional Director with effect from 15<sup>th</sup> February, 2020 on the Board of Directors of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and are hereby severally authorized to sign the requisite forms / documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the

aforesaid resolution.”

6. REGULARISATION OF ADDITIONAL DIRECTOR, MRS. RITU MALHOTRA BY APPOINTING HER AS WOMAN DIRECTOR OF THE COMPANY

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

“RESOLVED THAT, Mrs. Ritu Malhotra (DIN- 08578135), who was appointed as an Additional Director with effect from 15<sup>th</sup> February, 2020 on the Board of Directors of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Woman Director of the Company.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and are hereby severally authorized to sign the requisite forms / documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

For MRL TYRES LIMITED

Date: - 14/12/2020  
Place: -New Delhi



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

## NOTES

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

For & on behalf of the Board of Directors

**M/s MRL TYRES LIMITED**

Date: - 14/12/2020  
Place: - New Delhi



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

## **EXPLANATORY STATEMENT**

**Annexed to the Notice convening the 42nd Annual General Meeting to be held on Wednesday, 30th December, 2020.**

### **Item No. 4**

The Board of Directors of the Company ('the Board') at the meeting held on 02<sup>nd</sup> September, 2020, on the recommendation of the Audit Committee, approved the appointment and remuneration of **M/s RAMAWATAR SUNAR**, Cost Accountant (Registration No. 10567) to conduct audit of Cost Records maintained by the Company in respect of Tyres and Tubes, for the financial year 2020 - 21. In terms of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, remuneration of the Cost Auditors is required to be ratified by the Members of the Company. None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in these Resolutions.

The Board recommends these Resolutions for your approval.

### **Item No. 5**

Mr. Amit Madaan was appointed as an Additional Director of the Company with effect from 15th February, 2020, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

Mr. Amit Madaan is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

The Board is of the view that the appointment of Mr. Amit Madaan as Independent Director is desirable and would be beneficial to the Company.

The matter is being placed before the members for their consideration and approval.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Amit Madaan himself, is in any way concerned or interested, in the said resolution.

### **Item No. 6**

Mrs. Ritu Malhotra was appointed as an Additional Director of the Company with effect from 15th February, 2020, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

Mrs. Ritu Malhotra is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

The Board is of the view that the appointment of Mrs. Ritu Malhotra as Woman Director is desirable and would be beneficial to the Company.

The matter is being placed before the members for their consideration and approval.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mrs. Ritu Malhotra herself, is in any way concerned or interested, in the said resolution.

**Date: - 14/12/2020**  
**Place: - New Delhi**

**By Order of the Board**  
**MRL TYRES LIMITED**



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

ROUTE MAP TO THE VENUE OF THE 42ND ANNUAL GENERAL MEETING ON  
Wednesday, DECEMBER 30, 2020 AT 11.30 A.M.

