



MRL TYRES LIMITED

(Formerly known as MALHOTRA RUBBERS LIMITED)

Regd. & Head Office:

70/50A, Rama Road Industrial Area, Najafgarh Road,
Moti Nagar, New Delhi 110 015, India

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CIN-U74899DL1978PLC009127

NOTICE

SHORTER NOTICE IS HEREBY GIVEN THAT THE EXTRA ORDINARY GENERAL MEETING NO. MRL/EGM-02/2021-22 OF THE MEMBERS OF MRL TYRES LIMITED WILL BE HELD ON THURSDAY, THE 16TH DAY OF DECEMBER 2021 AT 3.30 P.M. AT THE REGISTERED OFFICE 70/50A, 1ST FLOOR, RAMA ROAD, INDUSTRIAL AREA, NAJAFGARH ROAD, NEW DELHI - 110015 TO TRANSACT THE FOLLOWING SPECIAL BUSINESS:

SPECIAL BUSINESS

1. INCREASE IN THE LIMITS OF BORROWINGS

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as Special Resolution for Borrowing the money:

RESOLVED THAT pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 (as amended from time to time) and other applicable provisions if any and subject to approval of shareholders in general meeting, the consent of the Board be and is hereby accorded for borrowing from time to time any sum or sums of money as they deem necessary for the purpose of the business of the Company, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from cash credit arrangement, discounting of bills and other temporary loans obtained from company's banker in the ordinary course of business) and remaining outstanding at any point of time will exceed the aggregate of the paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purposes; Provided that the total amount up to which monies may be borrowed by the Board of Directors and which shall remain outstanding at any given point of time shall not exceed the sum of Rs. 300 Crore (Rupees Two Hundred Crore).

RESOLVED FURTHER THAT Board of Directors of the company be and is hereby authorized to do all such acts deeds and things as may be necessary in this regard including but not limited to the delegation of powers to any director or committee of directors or any others person as it may deem fit subject to the provision of the Companies Act, 2013."

2. DONATION / CONTRIBUTION

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 181 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies act 2013, (including any statutory modification or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company ("the Board") to contribute and /or donate, from time to time, to any bona fide charitable and other funds, either directly or in any other way considered appropriate by the Board, amount not exceeding in aggregate to all such funds taken together up to a sum of Rs.2,50,00,000 (Rupees Two Crore Fifty Lakhs only) during the current financial year of the company."

BY ORDER OF THE BOARD
MRL TYRES LIMITED

Raghav Malhotra
Whole Time Director
DIN: 01617602

B-20, Kirti Nagar, Delhi-110015

Date : 04.12.2021
Place : Delhi



www.mrltyres.com

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/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies in order to be effective, should be completed, stamped and signed and must reach the registered office of the company atleast forty-eight hours before the time fixed for meeting.
3. All the statutory registers and related documents as per the notice shall be available for inspection at the AGM and are also available at the registered office of the Company between 9.00 a.m. to 6.00 p.m on all working days between Monday to Friday.

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

Item No.1

Section 180 (1) (c) of the Companies Act, 2013 permits the Company to borrow money along with the money already borrowed by the Company, except the temporary loans obtained from the Companies banker in ordinary course of business, beyond the paid -up capital and free reserve of the Company, only if the same is approved by the Members of the Company.

Hence, members of the Company are requested to give their approval to borrow the money along with the money already borrowed by the Company in excess of its paid -up capital and free reserve i.e. Up to Rs. 300 Crores.

None of the Directors, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution except to the extent of their shareholding, if any, in the Company.

Item No. 2

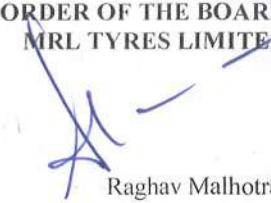
It is proposed that the Board of Directors of the Company ("the Board") be authorized to contribute upto Rs. 2.50 Crore in the current financial year for charitable or other purposes, either directly or in any other way considered appropriate.

As per Section 181 of the Companies Act, 2013, the Board may contribute to bona fide charitable and other funds provided that prior permission of the Company in a general meeting is obtained for making contributions the aggregate of which, in any financial year, exceeds five percent of the average net profits of the Company for the three immediately preceding financial years.

In light of the above, as per the said section, prior permission of the members of the Company is sought to be obtained to enable the Company to make donations and contributions to various registered /bona fide charitable trusts Your Directors recommend the resolution for approval as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution.

**BY ORDER OF THE BOARD
MRL TYRES LIMITED**


Raghav Malhotra
Whole Time Director
DIN: 01617602

Date : 04.12.2021
Place : Delhi

B-20, Kirti Nagar, Delhi-110015