NOTICE TO MEMBERS

NOTICE is hereby given that the **36TH** Annual General Meeting of the Members of **MUKAT PIPES LIMITED** will be held on Wednesday**, the 28th day of June, 2023 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 4:00 p.m. IST**, to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the audited Financial Statements of the Company for the year ended March 31, 2023 including Audited Balance sheet as at March 31, 2023, Statement of Profit and Loss, Statement of changes in Equity and Cash Flow Statement for the year ended on that date together with the reports of the Directors' and Auditor's thereon.

2. To appoint a Director in place of Mrs. Sandeep Kaur Ahluwalia (DIN: 01355454) who retires by rotation and being eligible offers herself for re-appointment.

Special Business:

3. To approve re-appointment of Mrs. Sandeep Kaur Ahluwalia (DIN: 01355454) as Whole Time Director (WTD) of the Company for a further period of three (3) years with effect from 01.10.2023 to 30.09.2026:

To consider and if thought fit, to pass the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule V to the Companies Act, 2013 and as recommended by Audit Committee and Nomination & Remuneration committee and subject to the approval of Central Government, if required, approval of Members of the Company be and is hereby accorded to the re-appointment of Mrs. Sandeep Kaur Ahluwalia (DIN: 01355454), age 73 years, as the Whole-Time Director of Company for a further period of three (3) years w.e.f. 01.10.2023 on the terms and conditions including remuneration as set out hereunder:

Mrs. Sandeep Kaur Ahluwalia shall manage the administration of the Company under the directions, supervision and control of the Board of Directors of the Company.

In consideration of her services as Whole Time Director (Administration) and as recommended by the Nomination & Remuneration Committee, Mrs. Sandeep Kaur Ahluwalia shall be paid the following remuneration w.e.f. 1st October, 2023:

A. Salary: Monthly Salary in the grade of Rs. 150000/- Rs.20000/- Rs.25000/- Rs. 195000/-

B. Allowances & Perquisites:

I. Housing:

Housing I:

The expenditure by the company on hiring furnished accommodation for the appointee will be subject to the ceiling of 60% (sixty per cent) of the salary, over and above 10% (ten per cent) payable by the appointee.

Housing II:

In case the accommodation is owned by the Company, ten percent of the salary of the appointee shall be deducted by the Company.

Housing III:

In case the accommodation is not provided by the Company, the appointee shall be entitled to house rent allowance subject to the ceiling laid down in Housing I.

Expenses pertaining to gas, electricity, water and other utilities will be borne/reimbursed by the Company.

ii. Medical Reimbursement:

The company shall reimburse the medical expenses incurred for the appointee and her family.

iii. Personal Accident Insurance:

Personal Accident Insurance Policy for an amount, the annual premium of which shall not exceed Rs. 10,000/- per annum.

iv. Leave Travel Concession:

Reimbursement of actual traveling expenses incurred in India and/or abroad once in a year in respect of herself and her family.

v. Club Fees:

Fee of clubs subject to maximum of two clubs including admission and life membership fees.

vi. Car:

Provision of car for official-cum-personal use. However, the valuation of personal use of car shall be treated as perquisite of the appointee.

vii. Telephone:

Provision of telephone at residence and mobile phone for official-cum-personal use. However, the valuation of personal use of telephone shall be treated as perquisite of the appointee.

C. Other Perquisites

The appointee shall also be eligible to the following perquisites which shall not be included in the computation of the ceiling on remuneration.

i. Contribution to provident fund, superannuation fund and annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961 :

ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service, and

iii. Encashment of leave at the end of the tenure.

"**RESOLVED FURTHER THAT** that even in case of loss or inadequacy of profits during any financial year, Mrs. Sandeep Kaur Ahluwalia will be paid the aforesaid remuneration as minimum remuneration."

"**RESOLVED FURTHER THAT** Mr. Amrik Singh Grewal (DIN: 01239180) and Mr. Kamal Kumar Jain (DIN: 02229015), Directors, be and are hereby jointly and/or severally authorised to alter, vary, modify the terms of appointment and payment of remuneration from time to time and to take or cause to be taken such steps, actions including inter alia to execute any Agreement deeds, as may be required to effect to the aforesaid Resolution."

4. To approve Appointment of and payment of remuneration to Mr. Rupinder Singh (DIN: 01239483), Chairman of the Company as a Whole Time Director (WTD) to be designated as Chairman cum Executive Director of the Company for a period of three (3) years with effect from 01.07.2023 to 30.06.2026:

To consider and if thought fit, to pass the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule V to the Companies Act, 2013 and as recommended by Audit Committee and Nomination & Remuneration Committee and subject to the approval of the Members of the Company and Central Government, if required, Mr. Rupinder Singh (DIN: 01239483), Chairman of the Company, age 68 years, be and is hereby appointed as a Whole-time Director to be designated as Chairman cum Executive Director of the Company for a period of three (3) years w.e.f. 01.07.2023 on the terms and conditions including remuneration as set out hereunder:

Mr. Rupinder Singh (DIN: 01239483) shall manage the Production, Sales and Marketing divisions of the Company under the directions, supervision and control of the Board of Directors of the Company.

In consideration of his services as Chairman cum Executive Director and as recommended by the Nomination & Remuneration Committee and Audit Committee, Mr. Rupinder Singh (DIN: 01239483) shall be paid the following remuneration w.e.f. 1st July, 2023:-

D. Salary: Monthly Salary of Rs. 60000/-.

E. Allowances & Perquisites :

i. **Medical Reimbursement :**
The company shall reimburse the medical expenses incurred for the appointee and his family.

ii. **Club Fees :**
Fee of clubs subject to maximum of two clubs including admission and life membership fees.

iii. Telephone :

Provision of telephone at residence and mobile phone for official-cum-personal use. However, the valuation of personal use of telephone shall be treated as perquisite of the appointee.

iv. Other Perquisites

The appointee shall also be eligible to the following perquisites which shall not be included in the computation of the ceiling on remuneration.

a) Contribution to provident fund, superannuation fund and annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.

b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

"RESOLVED FURTHER THAT even in case of loss or inadequacy of profits during any financial year, Mr. Rupinder Singh (DIN: 01239483) will be paid the aforesaid remuneration as minimum remuneration."

"RESOLVED FURTHER THAT Mr. Amrik Singh Grewal (DIN: 01239180) and Mrs. Mandeep Ahluwalia Pahwa (DIN: 01355511), Directors of the Company, be and are hereby jointly and/or severally authorised to alter, vary, modify the terms of appointment and payment of remuneration from time to time and to take or cause to be taken such steps, actions including inter alia to execute any Agreement deeds, as may be required to effect to the aforesaid Resolution."

5. To approve sale, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company:

To consider and if thought fit, to pass the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT in supersession of earlier resolution passed on 29/06/2022 and pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment(s) thereof read with Rule 22 of the Companies (Management and Administration) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, subject to such other approvals and permissions, if any, as may be required including of concerned authorities and subject to such conditions as may be prescribed by them and which may be agreed to by the Board of Directors or Committee of Directors of the Company, consent of the Members be and is hereby accorded to create charge or to sell, lease or otherwise dispose of, in whole or in part, the Fixed Assets of the Company (including Building along with Land, Factory Building, Administrative Office Building, Furniture & Fixture, Plant & Machinery, Equipment, Vehicles and Electric installation) and other

movable/ immovable assets of the Company to such person(s) for a such consideration and on such other terms and conditions as may be decided by the Board".

"FURTHER RESOLVED THAT Mr. Rupinder Singh (DIN: 01239483), Chairman and Mrs. Mandeep Ahluwalia Pahwa (DIN : 01355511), Director of the Company, be and are hereby, jointly and/or severally authorised to do such acts and deeds or to take or cause to be taken such steps or actions that are deemed necessary for giving effect to the aforesaid Resolution."

FOR AND ON BEHALF OF THE BOARD

-Sd-
(RUPINDER SINGH)
CHAIRMAN
(DIN: 01239483)

Registered Office:
Flat No. 39, Parag Apartments,
7th Floor, J.P. Road, Versova,
Andheri (West),
Mumbai – 400061

Place: RAJPURA
Date: 18-05-2023

NOTES:

1. **Pursuant to the General Circular No. 10/2022 dated December 28, 2022 read with Circular No. 20/2020 dated May 5, 2020, Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated January 13, 2021, and Circular No. 21/2021 dated December 14, 2021 issued by the Ministry of Corporate Affairs (MCA) and Circular dated January 5, 2023, May 12, 2020, January 15, 2021 and May 13, 2022 issued by the Securities and Exchange Board of India (SEBI), hereinafter collectively referred to as "Circulars", Companies are allowed to conduct the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) for the AGMs due in the year 2023 and hence physical attendance of the Members at the AGM venue is not required. The 36th AGM of the Company shall be conducted through VC or OAVM in accordance with the aforesaid Circulars and the deemed venue for the 36th AGM shall be the registered office of the Company.**

2. **A member entitled to attend and vote is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member. Since this Annual General Meeting is being held through VC / OAVM pursuant to the circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this Annual General Meeting and hence the form and attendance slip including route map are not annexed to this notice. However, the body corporates are entitled to appoint authorised representatives to attend the Annual General Meeting through VC / OAVM and participate thereat and cast their voted through e-voting.**

3. The Member can join the AGM in the VC / OAVM platform 15 minutes before and up to 15 Minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at AGM through VC / OAVM will be made available for 1000 members on first come first serve basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. **Procedure for joining the AGM through VC / OAVM:**

   4.1. Open the internet browser and launch the URL: https://instameet.linkintime.co.in & Click on **"Login".**

   4.2. Select the **"Company"** and **'Event Date'** and register with your following details:

   [A] Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No:

   - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**

   - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**

   - Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company

   [B] **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

   [C] **Mobile No.:** Enter your mobile number.

   [D] **Email ID:** Enter your email id, as recorded with your DP/Company.

- Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

4.3. Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

- Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the **specific email id** created for the general meeting.
- Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
- Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
- Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
- Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Note: Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

4.4. Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

- On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
- Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
- After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
- Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
- Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

4.5. Shareholders/Members are encouraged to join the AGM through Tablets/ Laptops connected through broadband for better experience.
4.6. Further, Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
4.7. Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: Tel: 022-49186175.

5. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. In compliance with the aforesaid Circulars, Notice of the AGM along with the Annual Report for the year 2022-23 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company or their Depository Participants. Members who have not yet registered their email addresses are requested to follow the process mentioned below, for registering their email addresses to receive login ID and password for e-Voting.

7. In line with the MCA Circular No. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, and Circular No. 10/2022 dated December 28, 2022, the Notice calling the AGM has been uploaded on the website of the Company at www.mukatpipes.com. The Notice can also be accessed from the website of BSE Limited at www.bseindia.com.

8. Members holding shares in physical mode and who have not registered their email addresses with the Company are requested to register their email addresses with the Company's Share Transfer Agent, Link Intime India Pvt. Ltd., at https://linkintime.co.in/emailreg/email_register.html. Members holding shares in dematerialized mode are requested to register/update their email addresses with their Depository Participants.

9. As mandated by the Securities and Exchange Board of India (SEBI) effective April 1, 2019, requests for effecting transfer of shares (except in case of transmission or transposition of shares) shall not be processed unless the shares are held in a dematerialized form with a depository. Members are advised to dematerialize shares held by them in physical mode.

10. The Register of Members and Transfer Books will remain closed from Wednesday, June 21, 2023 to Wednesday, June 28, 2023, both days inclusive.

11. All documents referred to in the Notice calling the AGM and the Explanatory Statement will be available electronically for inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to mukatpipes@gmail.com.

12. **FREEZING OF FOLIOS WITHOUT PAN, KYC DETAILS AND NOMINATION:**

In case, if the PAN, KYC details and nomination details are not updated by the members holding physical shares by **September 30, 2023**, then such folios shall be frozen with effect from **October 1, 2023** by the RTA and such members shall not be able to lodge any grievances or raise any service requests in respect of such frozen folios.

Furthermore, effective from **April 1, 2024**, any payment including dividend, interest or redemption in respect of such frozen folios, shall be made only through electronic mode.

Accordingly, members are requested to update the mandatory details as mentioned above by September 15, 2023 to avoid their folios getting frozen.

13. Information required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2), with respect to the Director seeking appointment/ re-appointment at the 36th Annual General Meeting in respect of Item No. 2, 3 & 4 of the Notice is given in the **Annexure A** and **Explanatory Statement** of the Special Businesses pursuant to Section 102 of the Companies Act, 2013, in respect of Item No. 3 to 5 of the Notice is given in **Annexure B.**

14. Procedure for remote e-voting and e-voting during the AGM:

14.1. 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 the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the MCA dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021 and December 28, 2022 the Company is providing the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has appointed M/s. Link Intime India Pvt. Ltd. (LIIPL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using the remote e-voting system as well as e-voting on the date of the AGM will be provided by LIIPL.

14.2. The instructions for remote e-voting and joining the AGM through VC/OAVM are as under:
The remote e-voting period shall commence at 9:00 am on Saturday, June 24, 2023 and will end at 5:00 pm on Tuesday, June 27, 2023. The remote e-voting module shall be disabled by LIIPL at 5:00 pm on June 27, 2023.

14.3. **Procedure:**
In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

A. Individual Shareholders holding securities in demat mode with NSDL:

-Existing NSDL IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.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, this will prompt you to enter your existing User ID and Password.

-After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. LINKINTIME and you will be re-directed to “InstaVote” website for casting your vote during the remote e-Voting

period or joining virtual meeting & voting during the meeting.

-If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

-Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.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 i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

B. Individual Shareholders holding securities in demat mode with CDSL:

-Existing user of who have opted for Easi / Easiest, they can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.

-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 the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

-If the user is not registered for Easi/Easiest, option to register is available CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

-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.

C. Individual Shareholders (holding securities in demat mode) login through their depository participants:

-You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.
-Once 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 i.e. LINKINTIME and you will be redirected to e-Voting service provider "InstaVote" website for

casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

D. Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in

2. Click on **"Sign Up"** under **'SHARE HOLDER'** tab and register with your following details: -

A. User ID:
Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
*Shareholders holding shares in **NSDL form**, shall provide 'D' above

▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
▶ Click "confirm" (Your password is now generated).

3. Click on 'Login' under **'SHARE HOLDER'** tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select **'View'** icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option **'Favour / Against'** (If you wish to view the entire Resolution details, click on the **'View Resolution'** file link).

4. After selecting the desired option i.e. Favour / Against, click on **'Submit'**. A confirmation box

will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in and register themselves as **'Custodian / Mutual Fund / Corporate Body'**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body'** login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
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@ns dl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
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 toll free no. 1800 22 55 33

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in

- Click on **'Login'** under **'SHARE HOLDER'** tab and further Click **'forgot password?'**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten

the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants' website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

15. The voting rights of the Members in respect of remote e-voting and voting at the AGM shall be in proportion to the number of equity shares held by them as on the cut-off date of **June 20, 2023**. Members are eligible to cast their vote electronically only if they are holding shares as on that date.

16. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the AGM Notice and holds shares as on the cut-off date, that is **June 20, 2023**, may obtain the User ID and Password by sending a request to enotices@linkintime.co.in. However, if you are already registered with LIIPL for remote e-voting then you can use your existing User ID and Password for casting your vote. If you have forgotten your password, you may reset your password by using "Forgot User Details/Password?" or "Physical User Reset Password?" options available on www.evoting.nsdl.com.

17. Mr. Sudeshkumar. V. Joshi, Proprietor of M/s. Sudeshkumar & Associates, Chartered Accountant (Membership No. 043678), Mumbai has been appointed as the Scrutinizer to scrutinize the remote e-voting process and E-voting at AGM Process in a fair and transparent manner.

18. The results shall be declared within two working days from the conclusion of the AGM. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.mukatpipes.com and on the website of LIIPL https://instavote.linkintime.co.in immediately after the results are declared and will simultaneously be forwarded to BSE Ltd., where the shares of the Company are listed and shall be displayed at the Registered Office of the Company.

19. Members may kindly note that the Company's shares can now be held in de-materalised form with Central Depository Services Ltd. (CDSL) & National Securities Depository Limited (NSDL). The ISIN is 'INE862C01029'. The Company has appointed M/s. Link Intime India Pvt. Ltd., C-101, 247 Park, L. B. S. Marg, Vikhroli West, Mumbai 400 083 as the Registrar & Transfer Agents.

20. Members can avail of the Nomination facility by filling Form No. SH-13 pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 with the Company or its Registrar & Transfer Agents viz. M/s. Link Intime India Pvt. Ltd.

21. Members are requested to notify immediately change of Bank Particulars or Bank Mandates or for change in their address, if any, to the Company and/or to its Registrar & Transfer Agents viz. M/s. Link Intime India Pvt. Ltd. or to respective Depository Participant in case of shares held in de-materialised form.

22. During the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding and the Register of Contracts or Arrangements in which Directors are interested shall be available for inspection electronic mode.

23. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company duly certified copy of the relevant Board resolution/Authority Letter authorizing such a representative to attend and vote on their behalf at the meeting.

24. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their respective Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agents.

25. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar and Share Transfer Agents, for consolidation into single folio.

26. Members desiring any information as regards the accounts & operations of the Company are requested to write to the Company at an early date so that the information sought can be made readily available at the meeting.

27. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

For and on behalf of the Board

-Sd-
(RUPINDER SINGH)
CHAIRMAN
(DIN: 01239483)

Registered Office:
Flat No. 39, Parag Apartments,
7th Floor, J.P. Road, Versova,
Andheri (West),
Mumbai - 400061

Place: RAJPURA
Date: 18-05-2023

ANNEXURE TO THE NOTICE

ANNEXURE – A

I) Item No. 2:

Re-appointment of Mrs. Sandeep Kaur Ahluwalia (DIN 01355454), as a Director retiring by rotation:

Mrs. Sandeep Kaur Ahluwalia, age 73, was appointed as a Director of the Company on March 8, 2007. She has MA degree to her credit and she took lead and responsibilities of proper administration of Company's activity. She is the wife of Late S. Rajinder Singh Ahluwalia, former Chairman of the company. She hold 73% shares of Mukat Pipes Limited, Mrs. Sandeep Kaur Ahluwalia had attended four out of the four Board Meetings held in the year 2022-23.

During the year 2022-23, Mrs. Sandeep Kaur Ahluwalia was paid remuneration of Rs. 18 lakhs & was not paid any sitting fees.

II. INFORMATION IN PURSUANCE OF SECTION II OF PART II OF SCHEDULE V TO THE COMPANIES ACT, 2013:

(1) Nature of Industry	The Company is manufacturer of Large Diameter Submerged Arc Welded (SAW) M.S. Pipes both Longitudinal & Spiral process.	
(2) Date of Commencement of Commercial Production	18th August, 1987	
(3) In case of new Companies, expect ed date of Commencement of Activities as per project approved by financial institutions appearing in the prospectus	Not Applicable	
(4) Financial performance based on given indicators	**Particulars**	**(Rs. in Lakhs) 2022-2023**
	Gross Sales	330.79
	Profit/ (Loss) after tax	(12.49)
	Rate of Dividend	Nil
	Earnings per share (In. Rs.)	(0.11)
(5) Foreign Investments or collaborators	Not Applicable	

III. BRIEF PROFILE AND INFORMATION OF DIRECTORS BEING APPOINTED / REAPPOINTED:

(1) Name of Director	Mr. Rupinder Singh	Mrs. Sandeep Kaur Ahluwalia
(2) Date of Birth	30-04-1955	19-11-1949
(3) Date of Appointment	31-10-1992	08/03/2007
(4) No. of Shares Held	0	87,07,700
(5) Age	68 Years	73 Years

(6) Qualification(s) and Experience in Specific Functional Areas	Qualification: M.A. Experience: He has 22 years of experience in Banking Industry and 35 years of experience in the Iron and Steel Industry.	Qualification: M.A. Experience: Prior to joining the Company she was Vice President of M/s. Surindra Engg. Co. Ltd. (SECO), where she was actively involved in Administration.
(7) Directorship held in other Companies including Companies incorporated outside India	0	0
(8) Membership/ Chairmanship of all Companies in which they are Directors	0	0
(9) Terms & Conditions of Appointment/ Reappointment	Executive Director, liable to retire by rotation	Executive Director, liable to retire by rotation
(10) Details of remuneration sought to be paid and there remuneration last draw n by such person, if applicable	Remuneration sought to be paid – Rs. 7,20,000/-. Remuneration last drawn Rs. 4,63,452/-	Remuneration sought to be paid – Rs. 18,00,000/-. Remuneration last drawn Rs. 18,00,000/-
(11) Pecuniary relationship directly or indirectly with other Directors, Manager and other Key Managerial Personnel of the Company.	Does not have any pecuniary relationship with the Company except remuneration drawn/to be drawn by him as Whole Time Director designated as Chairman and Executiv e Director of the Company. He is one of the Promoters of the Company. He is brother of Mrs. Sandeep Kaur Ahluwallia, Whole Time Director of the Company.	Does not have any pecuniary relationship with the Company except remuneration drawn/to be drawn by her as Whole Time Director designated as Director (Administration) of the Company and as member to the extent of her shareholding in the company. She is one of the Promoters of the Company. She is sister of Mr. Rupinder Singh, Chairman & Director of the Compan y. She is W/o Late S. Rajinder Singh Ahluwalia, former Chairman of the Company.
(12) No. of Board Meetings attended during the year	4 out of 4 Board Meetings attended.	4 out of 4 Board Meetings attended.
(13) Employment Records	Mr. Rupinder Singh was appointed as Director of the Company on 31/10/1992. He is managing the Production, Sales and Marketing divisions of the Company.	Mrs. Sandeep Kaur Ahluwalia was appointed as Director of the Company on 08/03/2007. She was then appointed as Whole Time Director designated as Director (Administration) w.e.f. 01/10/2011.

(14) Past Remuneration	The Remuneration drawn by Mr. Rupinder Singh during the past 5 years was as follows: Financial Year (Rs. In Lakhs) 2017-18 4.64 2018-19 4.64 2019-20 4.64 2020-21 4.64 2021-22 4.64	The Remuneration drawn by Mrs. Sandeep Kaur Ahluwalia during the past 5 years was as follows: Financial Year (Rs. In Lakhs) 2017-18 18.00 2018-19 18.00 2019-20 18.00 2020-21 18.00 2021-22 18.00
(15) Recognition or Awards	Nil	Nil
(16) Job profile & suitability	The Production, Sales and Marketing divisions are guided and managed by Mr. Rupinder Singh. He is amongst the Promoters having control on the decision making processes of the Company. He has a rich experience in Steel Industry.	The Company is being guided by Mrs. Sandeep Kaur Ahluwalia. She is a major shareholder having control having control on the decision making processes of the Company. She is an experienced business lady. She has M.A. Degree to her credit and she took lead and responsibilities of proper administration of Company's activity. Hence, to appreciate & recognize her gentle gesture, she was appointed as Whole Time Director designated as Director (Administration) w.e.f. 01.10.2011. Her re-appointments as Whole Time Director of the Company was as follows: 01.10.2014 to 30.09.2017 01.10.2017 to 30.09.2020 01.10.2020 to 30.09.2023 Now, her term as Whole Time Director of the Company would expire on 30.09.2023 and the Board wishes to re -appoint her for a further period of 3 years w.e.f. 01.10.2023 till 30.09.2026.
(17) Remuneration proposed	As set out in the resolution	As set out in the resolution
(18) Comparative Remuneration profile with respect to the industry, size of the Company, profile of the position & person:	Considering Mr. Rupinder Singh's vast experience and his contributions to the Company's business/ activities, the proposed Remuneration is commensurate with the remuneration packages of similar Senior level personnel in other companies.	Considering Mrs. Sandeep Kaur Ahluwalia's vast experience and her contributions to the Company's business/ activities, the proposed Remuneration is commensurate with the remuneration packages of similar Senior level personnel in other companies.

IV. OTHER INFORMATION:

(1) Reasons of Loss or inadequate profits	The steel sector of economy has been under stress for the past many years. There is a surplus production capacity viz–a-viz aggregate demand in the steel sector. The order position is weak in the market. The company is producing below the break-even point for the past few years. There is a cost competitiveness in the market. The differentiated fiscal policy for different region ofthe Government, the high transport charges from the location of the unit and non upgradation of the technology used are the big challenges and consequently increase the cost of the products.
(2) Steps taken or proposed to be taken for improvement	The remedial measures proposed to be taken to improve the performance of the Company are: a. Reduction in operating cost b. Sales Productivities c. Product Improvement d. Compressing Cash e. People and Processes The Company has taken steps for reducing the overhead cost etc. This will have an impact on increasing the selling capability of the Company. In the domain of people and processes, the Company is refocusing on performance management system, governance and processes. On the cash side, the management is focusing on the field inventory reduction, inside inventory reduction and reduction in dealer over dues. All these put together should ensure the enhanced profitability.
(3) Expected increase in productivity & profits in measurable terms	The Central Government has largely allocated funds for the development of infrastructure. The cascading effect of this allocation will surely increase the demand for the products of the company and promote the profits through increased production up to or even above the break-even point. The introduction of GST had also helped expand the geographical market share of Company's products.

ANNEXURE – B

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

Item No. 3:

To approve re-appointment of Mrs. Sandeep Kaur Ahluwalia (DIN: 01355454) as Whole Time Director (WTD) of the Company for a further period of three (3) years with effect from 01.10.2023 till 30.09.2026:

Mrs. Sandeep Kaur Ahluwalia (DIN: 01355454) was re-appointed as the Whole Time Director of the Company w.e.f. 01.10.2020 for a term of three (3) years. Accordingly, her term as Whole Time Director of the Company would come to an end on 30.09.2023. On account of her past performance and vast experience it would be beneficial for the Company to reappoint her as the Whole Time Director of the Company for a further period of three (3) years w.e.f. 01.10.2023. Based on the recommendation made by Nomination and Remuneration Committee at its meeting held on 18.05.2023, the Board of Directors at their meeting held on 18.05.2023, had decided to re-appoint Mrs. Sandeep Kaur Ahluwalia (DIN: 01355454), Age 73 years, as Whole Time Director of the Company for a further period of three (3) years with effect from 01.10.2023.

Pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act. 2013, and the Rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule V to the Companies Act, 2013, approval of members of the Company is being sought for appointment of Mrs. Sandeep Kaur Ahluwalia as the Whole-time Director of the Company by way of a Special Resolution as her present age exceeds 70 years.

Mrs. Sandeep Kaur Ahluwalia satisfies all the conditions set out Section 196(3) of the Companies Act, 2013 read with Part I of Schedule V to the Companies Act, 2013. Further in case of loss or inadequacy of profits in any financial year. Mrs. Sandeep Kaur Ahluwalia will be paid the same aforesaid remuneration as minimum remuneration. Except Mrs. Sandeep Kaur Ahluwalia, being the appointee. Mrs. Mandeep Ahluwalia Pahwa and Mr. Rupinder Singh Ahluwalia, being her Relatives, none of the Promoters, Directors, Managers, Key Managerial Personnel, or their Relatives, either directly or indirectly is concerned or interested in the above Resolution.

Item No. 4:

To approve appointment of and payment of remuneration to Mr. Rupinder Singh (DIN: 01239483), Chairman of the Company as a Whole Time Director (WTD) to be designated as Chairman cum Executive Director of the Company for a period of three (3) years with effect from 01.07.2023 till 30.06.2026:

Mr. Rupinder Singh (DIN: 01239483), Chairman of the Company was appointed as Director of the Company on 31.10.1992. Taking into consideration his expertise, past performance and efforts in running the Company, the Board proposed to appoint him as a Whole Time Director to be designated as Chairman cum Executive Director of the Company. Based on the recommendation made by the Audit Committee and Nomination and Remuneration Committee at their meetings held on 18.05.2023, the Board of Directors at their meeting held on 18.05.2023, had decided to appoint Mr. Rupinder Singh (DIN: 01239483), Chairman of the Company, Age 68 years, as a Whole Time Director to be designated Chairman cum Executive Director of the Company for a period of three (3) years with effect from 01.07.2023.

Pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act. 2013, and the Rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule V to the Companies Act, 2013, approval of members of the Company is being sought for appointment of Mr. Rupinder Singh, Chairman of the Company as a Whole-time Director to be designated as Chairman cum Executive Director of the Company by way of a Special Resolution as he will be attaining the age of 70 years during his tenure.

Mr. Rupinder Singh satisfies all the conditions set out Section 196(3) of the Companies Act, 2013 read with Part I of Schedule V to the Companies Act, 2013. Further, in case of loss or inadequacy of profits in any financial year. Mr. Rupinder Singh will be paid the same aforesaid remuneration as minimum remuneration. Except Mr. Rupinder Singh, Chairman of the Company, being the appointee, Mrs. Sandeep Kaur Ahluwalia, being his Relatives, none of the Promoters, Directors, Managers, Key Managerial Personnel, or their Relatives, either directly or indirectly is concerned or interested in the above Resolution.

Item No. 5:

To approve sale, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company:

The Company is in need of funds. The Company is in process of finding such suitable parties for the said transaction. It does not have adequate working capital. The Company has approached various Banks for the same. However, the efforts have gone in vain. The Board has therefore decided to sell part or full land and also shift the factory to some other place, so that the company will have funds for working capital.

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013, the Board of Directors of a Company can exercise the power to sell, lease, transfer or otherwise dispose off any undertaking/asset of the Company only with the consent of the Members by way of a Special Resolution.

The Company had previously taken members approval at the Annual General Meeting held on 29/06/2022 in this regard. However, as per provisions of the SEBI LODR, the validity of said resolution was for only one year. Hence, in it was thought prudent to once again obtain approval of the members at this Annual General Meeting so that as & when opportunity arise, the same can be acted upon immediately.

Further, in order to authorize the Board or Committee of Directors to deal with the undertaking/assets in the best interest of the Company, the Board recommends the Resolution at Item No. 5 for your approval by way of a Special Resolution.

None of the Promoters, Directors, Manager, Key Managerial Personnel, or any of their Relatives, either directly or indirectly, is concerned or interested in the above Resolution.

FOR AND ON BEHALF OF THE BOARD

-Sd-
(**RUPINDER SINGH)**
CHAIRMAN
(DIN: 01239483)

Registered Office:
Flat No. 39, Parag Apartments,
7th Floor, J.P. Road, Versova,
Andheri (West),
Mumbai – 400061

Place: RAJPURA
Date: 18-05-2023