



NOTICE

Notice is hereby given that the 46th Annual General Meeting of the Members of Company **HARYANA MALLEABLE AND ALLOY CASTINGS LIMITED** will be held on Friday, 24th December, 2021, at 05:30 p.m. at the Registered Office of the Company situated at SIDCO Industrial Complex Baribrahmana, Jammu and Kashmir- 181133:-

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2021 along with the report of Independent Auditor's and Director's thereon.
2. To appoint a Director in place of Mr. Surinder Mahajan (DIN: 07207803) who retires by rotation and being eligible, seeks re-appointment.

**FOR AND ON BEHALF OF BOARD OF DIRECTORS
OF HARYANA MALLEABLE AND ALLOY CASTINGS LIMITED**

Haryana Malleable & Alloy Castings Ltd.

Director

**SAHIL SLATHIA
DIRECTOR**

DIN: 03154430

**ADD: H NO 280, SECT 1A,
TRIKUTA NAGAR, JAMMU, J&K-1800**

DATE: 29.11.2021

PLACE: JAMMU & KASHMIR

NOTES:

1. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a member is entitled to attend and vote at the AGM is entitled to appoint proxy to attend and cast vote on his/ her behalf and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours (48) before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding Fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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. A copy of **Form MGT- 11 (Proxy form)** is annexed as **Annexure I**.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting as per provisions of Section 113 of the Companies Act, 2013.

3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged and Relevant documents referred in the accompanying notice and the statements are open for inspection by the members at the registered office of the Company on all working days, during business hours up to the date of the meeting.

4. The facility for voting, through ballot paper shall also be made available at the meeting for members who have not already cast their votes prior to the meeting.

5. The members, who have cast their vote prior to the meeting by remote e-voting may also attend the meeting but shall not be entitled to vote again or change their vote at the meeting.

6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

7. Notice of the AGM and instructions of e-voting, along with the Attendance Slip and Proxy Form is being sent to all the Members by way of courier.

8. Members are requested to notify immediately any change in their addresses to the Company at its Registered Office.

9. Members / Proxies should bring duly filled Attendance Slip to attend the Annual General Meeting. Attendance Slip is annexed herewith as **Annexure II**.

10. The Register of Members and the Share Transfer Books of the Company will remain closed from 18/12/2021 to 24/12/2021 (both days inclusive) for the purpose of 46th AGM and will be available for inspection at the venue of the AGM till the Conclusion of Meeting.

11. Members desirous of getting any information about the Annual accounts and/or operations of the Company are requested to write to the Company at its Registered Office at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.

12. Notice calling the AGM has been uploaded on the website of the CDSL .The AGM Notice is also on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evoting.cdsl.com.

13. 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) & MCA Circulars and the Company is providing 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 entered into an agreement with Central Depository Services Limited (CDSL) for facilitating voting through electronic means, as the authorized e- Voting agency.

The facility of casting votes by a member using remote e-voting facility will be provided by CDSL.

The facility for voting through ballot/polling papers shall also be made available at the venue of the AGM and the members attending the meeting who have not cast their votes by remote e-voting shall be able to vote at the meeting through ballot/polling paper.

The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

The Company has appointed Mr. Pradeep Kathuria, Practicing Company Secretary as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner.

14. The ISIN of the Equity Shares of Rs.10/- each of CLASS A Equity Share is INE08JE01023 and CLASS B Equity Share is INE08JE01031.

15. The requirement to place the matter relating to the appointment of Statutory Auditors for ratification by Members at every Annual General Meeting has been done away with vide notification dated 07th May, 2018 issued by the Ministry of Corporate Affairs.

16. Your attention is invited on the Companies (Significant Beneficial Ownership) Amendment Rules, 2019 issued by the Ministry of Corporate Affairs on 08th February 2019. A person is considered as a Significant Beneficial Owner (SBO) if he/ she, whether acting alone, together or through one or more individuals or trust holds a beneficial interest of at least 10%. The beneficial interest could be in the form of a company's shares or the right to exercise significant influence or control over the company. If any Shareholders holding shares in the Company on behalf of other or fulfilling the criteria, is required to give a declaration specifying the nature of his/her interest and other essential particulars in the prescribed manner and within the permitted time frame.

17. Route Map of the venue of the Meeting is annexed hereto as **Annexure III**.

18. The disclosure as required under Secretarial Standard- 2 on General Meetings issued by ICSI i.e. the information about the Director proposed to be re-appointed as Director forms part of this Notice and is annexed as **Annexure IV**.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

- (i) The remote e-voting period begins on Tuesday, 21.12.2021 at 10:00 a.m. and ends on Thursday, 23.12.2021 and 5:00 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) 17.12.2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ul style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration4) 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<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 or joining virtual meeting & voting during the meeting.</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

(iv) Login method for e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 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:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <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)	<p>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.</p> <ul style="list-style-type: none">If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Haryana Malleable And Alloy Castings Limited on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**
- 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; haryana.malleable.ltd@gmail.com , 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 **Company/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 & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & 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.

In case of any other queries/ grievances, please contact Mr. Sahil Slathia , Director , Residence off : H No 280 , Sect 1A , Trikuta Nagar , Jammu & Kashmir 180012, Email ID:haryana.malleable.ltd@gmail.com, Contact Details : 9906086458.

**FOR AND ON BEHALF OF BOARD OF DIRECTORS
OF HARYANA MALLEABLE AND ALLOY CASTINGS LIMITED**

Haryana Malleable & Alloy Castings Ltd.

Director

**SAHIL SLATHIA
DIRECTOR**

DIN: 03154430

**ADD: H NO 280, SECT 1A,
TRIKUTA NAGAR, JAMMU, J&K-1800**

DATE: 30.11.2021

PLACE: JAMMU & KASHMIR

Form No. MGT-11**Proxy form**

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

CIN: U27106JK1975PLC002637

NAME OF THE COMPANY: HARYANA MALLEABLE AND ALLOY CASTINGS LIMITED

REGISTERED OFFICE: SIDCO INDUSTRIAL COMPLEX, BARIBRAHMANA, JAMMU, JK-181133

Name of the Member (s):

Registered address:
E-Mail Id:
Folio No/Client Id:
DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

- 1)of.....having email
id.....or failing him.
- 2)of.....having email
id.....or failing him.
- 3)of.....having email
id.....or failing him.

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Friday, 24th December, 2021 at 05:30 p.m. at the registered office of the Company at SIDCO Industrial Complex, Baribrahmana, Jammu, JK-181133 and at any adjournment thereof in respect of such resolutions as are indicated below:

Short description of the Resolutions to be passed in the AGM	FOR	AGAINST
<u>ORDINARY BUSINESSES BY WAY OF ORDINARY RESOLUTION:</u>		
1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2021 along with the report of Independent Auditor's and Director's thereon.		
2. To appoint a Director in place of Mr. Surinder Mahajan (DIN: 07207803) who retires by rotation and being eligible, seeks re-appointment.		

Signed this.....day of.....2021

AFFIX REVENUE STAMP

Signature of shareholder(s)

Signature of Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the Commencement of the meeting.

2. It is optional to indicate your preference. If you leave the “for or against” column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Annexure II

ATTENDANCE SLIP FOR ATTENDING ANNUAL GENERAL MEETING

*(PLEASE FILL THE ATTENDANCE SLIP AND HAND OVER AT THE ENTRANCE
OF THE MEETING VENUE)*

Regd. Folio No.	
Name of Shareholder	
No. of Shares Held	
D.P. ID. No.	
Client ID. No.	

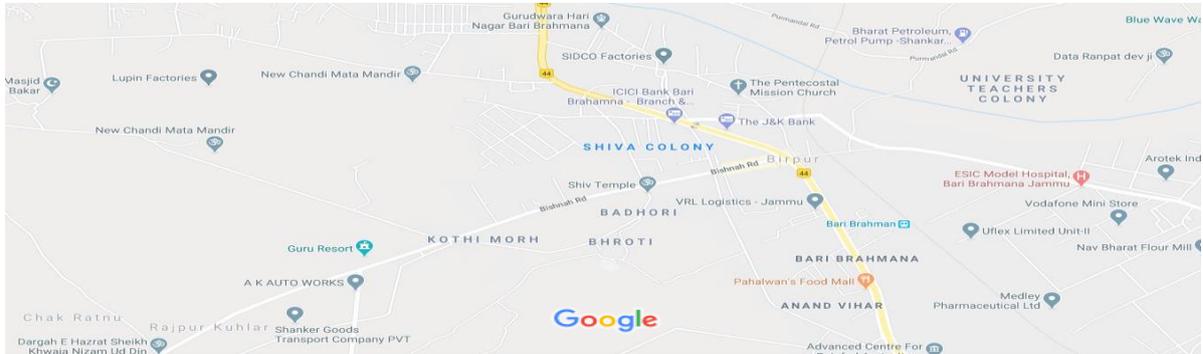
I/We certify that I/We are member(s)/proxy of the member(s) of the Company holding _____ Shares.

I hereby record my presence at the Annual General Meeting of the Haryana Malleable and Alloy Castings Limited Company held on Friday, 24th December, 2021 at 05:30 p.m. at the registered office of the Company situated at SIDCO Industrial Complex, Baribrahmana, Jammu, JK-181133.

Name of the Shareholder/ Proxy

Signature of the Shareholder/ Proxy

ANNEXURE III



Annexure IV

Information pursuant to Secretarial Standard on General Meetings (SS-2) regarding Director seeking appointment / re-appointment and/or fixation of remuneration of Directors is given hereunder:

Name of the Director	Surinder Mahajan (07207803)
Date of Birth/Age	13.05.1957/ 64 years
Date of First Appointment	11.06.2015
Qualification	Graduation
Shareholding in the Company	100 Shares of Equity Shares- Class B
Experience	10 years of experience in Business
Terms and conditions of appointment and re-appointment along with remuneration sought to be paid	As mutually Agreed
Remuneration Last drawn	Nil
No. of Equity shares held in the Company	100 Shares of Equity Shares- Class B
No. of Board meetings attended during the year-2020-2021	6
List of outside Directorships held (Public Limited Companies)	Nil
List of outside Directorships held (Private Limited Companies)	Nil
Chairman / Member of the Committee of the Board of Directors of the Company	-

Chairman / Member of the Committee of Directors of other Public Limited Companies in which he / she is a Director	-
Relationship with other Directors, Manager and Key Managerial Personnel	NA