

# MINAL INDUSTRIES LIMITED

CIN: L32201MH1988PLC216905

Registered office: 603- I Minal Co-Op Hsg So Ltd, Off Sakivihar Road, Andheri-East Mumbai - 400072

Tel No. 022: 40707070; Email Id: cmseepz@gmail.com; Website: www.minalindustrieslimited.in

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## NOTICE OF POSTAL BALLOT

**[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, each as amended]**

E-VOTING STARTS ON	E-VOTING ENDS ON
Friday, 25 <sup>th</sup> July, 2025 at 9:00 a.m. (IST)	Saturday, 23 <sup>rd</sup> August, 2025 at 5:00 p.m. (IST)

Dear Member(s),

**NOTICE** is hereby given to the members of **Minal Industries Limited** ("Company") that pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended from time to time, read with the General Circular No. 9/2024 dated 19<sup>th</sup> September, 2024 and such other relevant previous circulars as were issued by the Ministry of Corporate Affairs pertaining to holding of General Meetings / conducting Postal Ballot process through voting by electronic means ("MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October, 2024 ("SEBI Circular"), and Secretarial Standard ("SS-2") issued by the Institute of Company Secretaries of India (ICSI) on General Meetings, that the resolution set out below is proposed for approval of the shareholders of Minal Industries Limited ("Company") through Postal Ballot by way of voting through electronic means ("remote e-voting") only.

The Explanatory Statement pursuant to Sections 102 and 110 and other applicable provisions of the Act, pertaining to the said Resolution setting out the material facts and the reasons/ rationale thereof are annexed to this Notice.

In compliance with the provisions of Sections 108 and 110 of the Act, read with Rule 20 and 22 of Rules and Regulation 44 of the SEBI Listing Regulations and MCA Circulars, the Company is offering e-voting facility to all the Members to enable them to cast their votes electronically. The Postal Ballot Notice and Instructions for remote e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s). **Hence, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.** The procedure for remote e-voting is detailed in the Notes to this Notice. Members are requested to follow the procedure as stated in the Notes in this regard. In accordance with the provisions of the MCA Circulars, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

The Company has engaged the services of the National Securities Depository Limited (NSDL) as authorized agency to provide remote e-voting facility for the equity shareholders of the Company for the resolution proposed in the postal ballot notice.

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This Postal Ballot Notice will also be available on the Company's website at [www.minalindustrieslimited.in](http://www.minalindustrieslimited.in), website of NSDL (agency for providing the Remote e-Voting facility) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com).

Members desiring to exercise their vote through the remote e-voting facility arranged by the Company are requested to carefully read the instructions and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of this Notice for casting of votes not later than **5:00 p.m. (IST) on Saturday, 23<sup>rd</sup> August, 2025**. The remote e-voting facility will be disabled by NSDL immediately thereafter and voting shall not be allowed beyond the said time and date.

The Board of Directors of the Company have appointed Mr. Hemant Shetye, Company Secretary, having Membership No. FCS 2827 & Certificate of Practice No. 1483 and/or Mr. Kunal Sakpal, Company Secretary, having Membership No. ACS 75123 & Certificate of Practice No. 27860, Designated Partners of M/s HSPN & Associates LLP, Practicing Company Secretaries, Mumbai as the Scrutinizer for conducting the Postal Ballot and Remote E-voting process in a fair and transparent manner.

The Scrutinizer will submit his Report to the Chairman of the Company ("Chairman") or any other person authorised by the Chairman, and the result of the remote e-voting will be announced within permissible timelines. The result declared along with the Scrutinizer's Report shall be communicated in the manner as provided in this Notice.

The last date of e-voting, i.e. **Saturday, 23<sup>rd</sup> August, 2025**, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

## **SPECIAL BUSINESS:**

### **1. APPOINTMENT OF MRS. DISHA HITESHKUMAR RATHOD (DIN: 10679515) AS NON – EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

**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 Sections 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act, Regulation 16(1)(b), 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and the Articles of Association of the Company, Mrs. Disha Hiteshkumar Rathod (DIN: 10679515), who was appointed as an Additional Director (Non-Executive Independent) by the Board of Directors on 30<sup>th</sup> May, 2025 and who has submitted declaration that she meets the criteria of independence under Section 149(6) of the Companies Act, 2013 along with her eligibility and consent to act as such, be and is hereby appointed as Non-Executive Independent Director of the Company for a

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term of first term of 5 (five) consecutive years w.e.f 30<sup>th</sup> May, 2025 to 29<sup>th</sup> May, 2030, not liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the Directors of the Company and/or the Company Secretary of the Company be and are hereby severally authorized to sign and file the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority and to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

**BY ORDER OF THE BOARD OF DIRECTORS  
FOR MINAL INDUSTRIES LIMITED**

**Sd/-**

**Piyush Harish Talyani**

**Company Secretary**

**Membership No.: A60447**

**Date: 23<sup>rd</sup> July, 2025**

**Place: Mumbai**

**Registered Office:**

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Mumbai - 400072

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**Tel No.:** 022-40707070

**E-mail id:** cmseepz@gmail.com

**Website address:** www.minalindustrieslimited.in

**Notes:**

1. The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Companies 2013 (the “Act”) read with the Rules setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice are annexed hereto.
2. In compliance with Sections 108 and 110 of the Companies Act, 2013 and the Rules made thereunder and Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, the Company has provided the facility to Members to exercise their votes electronically and to vote on all resolutions through the E-voting service facility provided by National Securities Depository Limited (NSDL). The instructions for electronic voting are annexed to this Notice.
3. It is hereby informed that pursuant to Regulation 17 (1C) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of shareholders for reappointment/regularisation of Directors is required to be obtained within 3 (three) months from the date of appointment in the Board. As the General Meeting is not scheduled within the stipulated timeline, approval of the shareholders is sought by this Postal Ballot as per the provisions of the Companies Act, 2013 and rules made thereunder.

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4. The Postal Ballot Notice is being sent to the Members whose names appear on the Register of Members/ List of Beneficial Owners as on **Friday, 18<sup>th</sup> July, 2025**. The Postal Ballot Notice is being sent to Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding)/the Company's registrar and share transfer agent (in case of physical shareholding).
5. A copy of this Postal Ballot Notice shall also be available on the website of the Company at [www.minalindustrieslimited.in](http://www.minalindustrieslimited.in) and also on the website of the stock exchange viz., [www.bseindia.com](http://www.bseindia.com). The relevant details are also hosted on the website of the remote e-voting service provider viz., NSDL (agency for providing the Remote e-Voting facility) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
6. Members whose name appears in the Register of Members as on the Cut-Off Date will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.
7. The voting rights of the members shall be in proportion to their shareholding in the Company as on the cut-off date for remote e-voting i.e. **Friday, 18<sup>th</sup> July, 2025**. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process.
8. A Member cannot exercise vote by sending physical Postal Ballot or by proxy on Postal Ballot.
9. For receiving copy of Postal Ballot Notice electronically, members who have not yet registered their email addresses are requested to send an email to [cmseepz@gmail.com](mailto:cmseepz@gmail.com) by mentioning the Shareholder Name, Folio No. / DP ID and Client ID.
10. Mr. Hemant Shetye, Company Secretary, having Membership No. FCS 2827 & Certificate of Practice No. 1483 and/or Mr. Kunal Sakpal, having Membership No. ACS 75123 & Certificate of Practice No. 27860, Designated Partners of M/s HSPN & Associates LLP, Practising Company Secretary has been appointed as Scrutinizer to scrutinize the postal ballot and Remote e-voting process. The Scrutinizer will submit his report to the person authorized by the Board after the completion of scrutiny and the result of the E-voting will be announced by the Chairman or any director of the Company duly authorized within stipulated timelines and will also be displayed on the Company's website at [www.minalindustrieslimited.in](http://www.minalindustrieslimited.in), on the website of the Bombay Stock Exchange viz., [www.bseindia.com](http://www.bseindia.com) and also on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
11. In case of joint holders, a member whose name appears as the first holder in the order of their names as per the Register of Members will be entitled to cast vote.
12. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are

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also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant ('DP') and holdings should be verified from time to time.

13. SEBI has notified that requests for effecting transfer of securities shall not be processed by listed entities unless the securities are held in the dematerialized form with a depository. In view of the above and to avail various other benefits of dematerialization like easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries, members are advised to dematerialize shares held by them in physical form.
14. To support green initiative of the Government in full measure, Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses in the following manner:
  - a. In respect of electronic holdings with the Depository through their concerned Depository Participants.
  - b. Members who hold shares in physical form are requested to register their e-mail ID with cmseepz@gmail.com quoting your name and folio number.
15. Members are requested to intimate changes, if any, pertaining to their name, postal address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, to their Depository Participants ("DPs") in case the shares are held by them in dematerialized form and to the Registrar and Share Transfer Agents of the Company i.e. MCS Share Transfer Agent Limited, in case the shares are held by them in physical form.
16. The Company has designated an exclusive email id called cmseepz@gmail.com to redress Members' complaints/ grievances. In case you have any queries/ complaints or grievances, then please write to cmseepz@gmail.com.
17. Members holding shares in physical form are requested to provide Form ISR1, ISR2 and Nomination Form duly filled and signed along with the hard copy the following self-attested documents to MCS Share Transfer Agent Limited for registration against their respective folio(s):
  - Identity Proof: Copy of PAN card/ Aadhar Card
  - Address Proof: Copy of Aadhar Card/ Passport/ client Master List/ Utility Bill not over 3 months old
  - Bank Details: Copy of the cancelled cheque stating the name of the Member as account holder
  - Contact Details: Mobile no., e-mail id
  - Nomination: Please provide Form SH 13 duly filled and signed.
  - In the absence of any of the above information registered against your folio no., your folio no. will be frozen for any updation/ dividend payment in accordance with the aforesaid Circular.
  - Form ISR1, ISR2 and Nomination forms

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18. In order to increase the efficiency of the e-voting process, SEBI vide its circular SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9th December, 2020, had enabled 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 e-voting service providers (ESPs), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
19. The remote e-voting facility will be commencing from **Friday, 25<sup>th</sup> July, 2025 at 9:00 a.m. (IST) till Saturday, 23<sup>rd</sup> August, 2025 at 5:00 p.m. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the **Cut-Off Date i.e. Friday, 18<sup>th</sup> July, 2025**, only shall be entitled to avail the facility of remote e-voting. Any vote made by the shareholder after **5:00 P.M on Saturday, 23<sup>rd</sup> August, 2025** shall be declared as invalid.
20. In case you have any queries or issues e-Voting from the NSDL e-Voting System, you can write an email to [evoting@nsdl.com](mailto:evoting@nsdl.com) or call on toll free no.: 022 - 4886 7000. In case of any queries related to Postal Ballot Notice or in case any member whose name in the Register of Members/ List of Beneficial Owners but has not received the Postal Ballot Notice, he/she may write to Company at [cmseepz@gmail.com](mailto:cmseepz@gmail.com).
21. Brief details of the director seeking appointment are annexed hereto as per requirements of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards.
22. **INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote through e-Voting Services provided by NSDL.

The remote e-voting period begins **Friday, 25<sup>th</sup> July, 2025 at 09.00 a.m. (IST)** and ends on **Saturday, 23<sup>rd</sup> August, 2025 at 05:00 p.m. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. **Friday, 18<sup>th</sup> July, 2025** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date being **Friday, 18<sup>th</sup> July, 2025**.

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## How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

### Step 1: Access to NSDL e-Voting system

#### A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold</li></ol>

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	<p>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 <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p> App Store  Google Play</p> <p> </p>
<p><b>Individual Shareholders holding securities in demat mode with CDSL</b></p>	<ol style="list-style-type: none"><li>1. Users who have opted for Easi / Easiest can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/ Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li><li>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, so that the user can visit the e-Voting service providers’ website directly.</li><li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL Website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li><li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting</li></ol>

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	option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<b>Individual Shareholders (holding securities in demat mode) login through their Depository participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
<b>Individual Shareholders holding securities in demat mode with NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
<b>Individual Shareholders holding securities in demat mode with CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

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4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 134690 then user ID is 134690001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii) If your email ID is not registered, please follow steps mentioned below **in process for those shareholders whose email ids are not registered.**

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6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
  - a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

## **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies)

# MINAL INDUSTRIES LIMITED

CIN: L32201MH1988PLC216905

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who are authorized to vote, to the Scrutinizer by e-mail to cmseepz@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022 - 4886 7000 or send a request at evoting@nsdl.co.in

## **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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 cmseepz@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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**INFORMATION OF DIRECTOR SEEKING RE-APPOINTMENT, AS REQUIRED UNDER REGULATION 36 (3) OF THE LISTING REGULATIONS AND SS-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA ARE AS FOLLOWS:**

<b>Name of the Director</b>	Mrs. Disha Hiteshkumar Rathod
<b>DIN</b>	10679515
<b>Type</b>	Non – Executive Independent Director
<b>Date of Birth and Age</b>	19/07/1992 (33 years)
<b>Date of Appointment/ Reappointment</b>	30/05/2025
<b>Qualifications</b>	Graduate
<b>Expertise in specific functional areas along with Skills and capabilities required for the role</b>	Mrs. Disha Hiteshkumar Rathod brings to the Board strong communication skills and extensive experience in technical, administrative, and routine secretarial duties. She is well-organized, detail-oriented, and capable of handling a variety of office responsibilities efficiently. Her appointment also supports the Company's commitment to diversity and inclusion, fulfilling the requirement for the presence of a woman director on the Board.
<b>Terms and condition of appointment/ Reappointment</b>	Mrs. Disha Hiteshkumar Rathod will be regularised as Non - Executive Independent Director of the Company for a term of 5 years w.e.f 30 <sup>th</sup> May, 2025 to 29 <sup>th</sup> May, 2030, subject to the approval of Shareholders.
<b>Experience</b>	Mrs. Disha Hiteshkumar Rathod has various experience in her field of expertise and collaborates with various companies and organizations, helping them establish benchmarks in corporate governance, ethics, and industry standards. She has practical experience and indepth knowledge of Jewellery, Gems, Diamonds, Semi Precious stones, & amp and combined with great marketing skills has been an invaluable asset to the company.
<b>Directorships held in other public companies (excluding foreign companies and Section 8 companies)</b>	NIL
<b>Directorships held in other private companies</b>	NIL
<b>List of Listed Companies in which the person has resigned in the past three years</b>	NIL
<b>Memberships / Chairmanships of committees of other public companies</b>	NIL
<b>Number of shares held in the Company</b>	NIL

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<b>Remuneration proposed paid to be</b>	NIL
<b>Remuneration last drawn</b>	NIL
<b>No. of meetings of the Board attended (FY 2025-26)</b>	1
<b>Relationship between Directors inter-se</b>	Not Applicable
<b>Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with Exchange Circular dated June 20, 2018 (Affirmation that the person proposed to be appointed as Director is not debarred from holding the office by virtue of any SEBI Order or any other authority)</b>	We hereby confirm that Mrs. Disha Hiteshkumar Rathod is not debarred from holding the office of Director by any SEBI order or any other such authority.
<b>Affirmation that the Director being appointed is not disqualified from holding the office of director pursuant to provisions of Section 164 of the Companies Act, 2013</b>	We hereby confirm that Mrs. Disha Hiteshkumar Rathod is not disqualified from holding the office of director pursuant to provisions of Section 164 of the Companies Act, 2013.

**BY ORDER OF THE BOARD OF DIRECTORS  
FOR MINAL INDUSTRIES LIMITED**

**Sd/-**

**Piyush Harish Talyani  
Company Secretary**

**Membership No.: A60447**

**Date: 23<sup>rd</sup> July, 2025**

**Place: Mumbai**

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## EXPLANATORY STATEMENT

### (Pursuant to Section 102(1) of the Companies Act, 2013)

The following Explanatory Statement along with Justification sets out all material facts relating to the business under item 1 mentioned in the accompanying Notice of the Postal Ballot

#### **Item No. 1: Appointment of Mrs. Disha Hiteshkumar Rathod (DIN: 10679515) as Non – Executive Independent Director of the Company:**

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Section 149, 150, 152, 161 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Board hereby recommends to appoint Mrs. Disha Hiteshkumar Rathod (DIN: 10679515) as an Non – Executive Independent Director for term of consecutive five years from 30<sup>th</sup> May, 2025 to 29<sup>th</sup> May, 2030. The Board of Directors, vide resolution dated 30<sup>th</sup> May, 2025, considered the recommendation and appointed Mrs. Disha Hiteshkumar Rathod (DIN: 10679515), with effect from 30<sup>th</sup> May, 2025, as an Additional Director designated as an Independent Director of the Company.

The Company has received declaration from her stating that she meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015. She has also given her consent to act as the Director of the Company, if so appointed by the members. In the opinion of the Board, Mrs. Disha Hiteshkumar Rathod (DIN: 10679515) fulfils the conditions specified under section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 for her appointment as an Independent Director of the Company and is independent of the management and further is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. The Company has also received a notice under Section 160 of the Act from a member proposing the candidature of Mrs. Disha Hiteshkumar Rathod for the office of Independent Director of the Company. Mrs. Disha Hiteshkumar Rathod is independent of the management and possesses appropriate skills, experience, knowledge and capabilities, required for the role of Independent Director.

#### **The Board and Nomination & Remuneration Committee justifies the following reasons for the appointment:**

Mrs. Disha brings to the Board strong communication skills and extensive experience in technical, administrative, and routine secretarial duties. She is well-organized, detail-oriented, and capable of handling a variety of office responsibilities efficiently. Her appointment also supports the Company's commitment to diversity and inclusion, fulfilling the requirement for the presence of a woman director on the Board. The Board believes that her appointment will enhance the

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effectiveness of the Board through objective and independent judgment and will contribute significantly to the Company's governance framework.

Accordingly, the Board recommends passing of the Special Resolution in relation to appointment of Mrs. Disha Hiteshkumar Rathod (DIN: 10679515) for the approval by the members of the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

**BY ORDER OF THE BOARD OF DIRECTORS  
FOR MINAL INDUSTRIES LIMITED**

**Sd/-**

**Piyush Harish Talyani**

**Company Secretary**

**Membership No.: A60447**

**Date: 23<sup>rd</sup> July, 2025**

**Place: Mumbai**

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