

# NOTICE

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Notice is hereby given that the Twenty Fifth Annual General Meeting (“AGM”) of the Members of MARUTI INTERIOR PRODUCTS LIMITED (Formerly Knowns as Maruti Interior Products Private Limited) will be held on Tuesday, 30<sup>th</sup> August, 2022 at 03:30 PM at the Registered office of the Company situated at Plot No 13, Survey No 236, Krishna Ind Estate Veraval, Tal.Kotda, Sangani, Veraval 360024 to transact the following business:

## ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2022 comprising of the Balance Sheet as at March 31, 2022, Statement of Profit & Loss and Cash Flow Statement as on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the Report of the Board of Directors’ and Auditors’ thereon.
2. To appoint a Director in place of Mr. Purshotam Rudabhai Lunagaria [DIN: 00328145] who retires by rotation and being eligible, offers him-self for re- appointment.

Therefore, members are requested to consider and if thought fit, to pass the following resolution as an ordinary resolution:

**“RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Mr. Purshotam Rudabhai Lunagaria [DIN: 00328145]**, who retires by rotation, be and is hereby re-appointed as a director liable to retire by rotation”.

## SPECIAL BUSINESS:

3. To consider the appointment of the current auditors M/s H.B. Kalaria & Associates, Chartered Accountants (Firm Registration Number 104571W) as the Statutory Auditors of the Company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 read with Rule 3(7) of the Companies (Audit and Auditors Rules, 2014), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the consent of the members of the Company be and are hereby

accorded to appoint, M/s. H.B. Kalaria & Associates, Chartered Accountants (Firm Registration No. 104571W), as the Statutory Auditors of the Company for a term of 5 years from 01<sup>st</sup> April, 2022 to 31<sup>st</sup> March 2027 and to hold office until the conclusion the Annual General Meeting to be in the year 2027, on such remuneration plus tax, out-of-pocket expenses as may be mutually agreed between the Board of Directors of the Company.

**RESOLVED FURTHER THAT** any of the Director of the Company be and are hereby empowered and authorised singly or jointly to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary for giving effect to this resolution.”

PLACE: Veraval.  
DATE: 04.08.2022

By Order of the Board  
**For, MARUTI INTERIOR PRODUCTS LIMITED**  
**(Formerly Knowns as Maruti Interior Products**  
**Private Limited)**

sd/-

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**PARESH PURUSHOTAM LUNAGARIA**  
**DIN: 00320470**  
**Managing Director & Chairman**

**Regd. Office:** - Plot No 13 Survey No 236 Krishna  
Ind Estate, Veraval, Tal.Kotda Sangani Veraval-360024,  
Tel: - +91- 2827 253895  
Website: [www.spitzebyeveryday.com](http://www.spitzebyeveryday.com)  
**CIN:** U36998GJ1997PLC031719

**NOTES:**

1. A member entitled to attend and vote at the 25th annual general meeting is entitled to appoint one or more proxies to attend and vote instead of him/herself and such proxy need not be a member of the company. The instrument appointing proxy should however, be deposited at the registered office of the company not later than 48 hours before the commencement of the meeting.
2. 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 or any other person or shareholder.
3. **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto.**
4. Details of the Directors seeking appointment/re-appointment at the 25th AGM are provided as annexure to the AGM notice. The Company has received the requisite consents/declarations for the appointment/ re-appointment under the Companies Act, 2013 and the rules made thereunder.
5. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office of the company on all working days, except Sundays, between 11.00 a.m. and 05.00 p.m. up to the date of meeting.
6. The Register of Members and the Share Transfer Books of the Company will remain closed for a period of Ten (10) days from Sunday, 21<sup>st</sup> August, 2022 to Tuesday, 30<sup>th</sup> August, 2022 (both days inclusive).
7. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Monday, 22<sup>nd</sup> August, 2022.
8. The Company has appointed Mr. Gaurang R Shah (CPN. 14446) Practicing Company Secretary, to act as the scrutinizer for conducting the voting process in a fair and transparent manner.
9. Members are requested to contact Registrar and Transfer Agent (R&TA) namely BIGSHARE SERVICES PVT. LTD, Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India, Tel No.: 022-6263 8200, for recording any change of address, bank mandate, ECS or nominations, and for redressal of complaints contact the Compliance Officer at the Registered Office of the Company.
10. All equity shares of the company are available for dematerialization, as the company has

entered into an agreement with National Securities Depository Limited (NSDL) and the Central Depository Services Limited (CDSL). Those shareholders who wish to hold the company's share in electronic form may approach their depository participants.

11. Section 72 of the Companies Act, 2013, extends the nomination facility to individual shareholders of the Company. Therefore, the shareholders holding share certificates in physical form and willing to avail this facility may make nomination in Form SH-13, which may be sent on request. However, in case of demat holdings, the shareholders should approach to their respective depository participants for making nominations.
12. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID numbers for easy identification of attendance at the meeting.
13. Members/Proxies are requested to bring with the attendance slip duly filled in and hand it over at the entrance.
14. Members, who have multiple accounts in identical names or joint names in same order are requested to intimate M/s. BIGSHARE SERVICES PVT. LTD the Ledger Folio of such accounts to enable the Company to consolidate all such shareholdings into one account.
15. As per the mentioned circular General Circular No.14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020 and General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 (the "MCA Circulars") and Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
16. The route map showing directions to reach the venue of the AGM is annexed and forms part of the Notice.

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

### ITEM NO. 3

To consider the appointment of the current auditors M/s H.B. Kalaria & Associates, Chartered Accountants (Firm Registration Number 104571W) as the Statutory Auditors of the Company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:

M/s Finava & Associates, Chartered Accountants (FRN: 135024W), the existing Auditors of the Company has resigned from the office of Statutory Auditor of the Company have tendered their resignation dated 30<sup>th</sup> May, 2022 from the position of Statutory Auditors of the Company due to expiration of tenure of his office as per section 139(2) of the Companies Act, 2013, resulting into a casual vacancy in the office of Auditors. In terms of the provision of Section 139(8) of the Companies Act, casual vacancy arising due to resignation of Auditor can be filled by the Board of Directors within 30 Days subject to approval of Shareholders at a general meeting convened within three months of the recommendation of the Board.

Therefore, the Board of Directors of the Company in its meeting dated 30<sup>th</sup> May, 2022 appointed of M/S. H.B. Kalaria & Associates, Chartered Accountants, (FRN.: 104571W) as Statutory Auditors to fill the casual vacancy caused by resignation of M/s Finava & Associates, Chartered Accountants (FRN: 135024W), Chartered Accountants and they shall hold office upto the conclusion of the ensuing Annual General Meeting of the Company on such remuneration and out of pocket expenses as may be decided by the Company.

The Board of Directors as per the recommendation of the Audit Committee and pursuant to the provisions of Section 139 of the Companies Act, 2013 and other applicable provision if any, recommended the appointment of M/s H.B. Kalaria & Associates, Chartered Accountants, (FRN.: 104571W), as the Statutory Auditors of the Company for a term of 5 years from 01<sup>st</sup> April, 2022 to 31<sup>st</sup> March 2027 and to hold office until the conclusion the Annual General Meeting to be in the year 2027, on such remuneration plus tax, out-of-pocket expenses as may be mutually agreed between the Board of Directors of the Company

M/s H.B. Kalaria & Associates, Chartered Accountants, (FRN.: 104571W), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that their appointment if made by the members, would be within the limits prescribed under the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise in the aforesaid Ordinary Resolution.

Your Directors recommend the resolution for your approval as an Ordinary Resolution.

PLACE: Veraval  
DATE: 04.08.2022

By Order of the Board  
For, **MARUTI INTERIOR PRODUCTS LIMITED**  
(Formerly Knowns as Maruti Interior Products  
Private Limited)

Sd/-

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**PARESH PURUSHOTAM LUNAGARIA**  
DIN: 00320470  
Managing Director & Chairmen

**Regd. Office:** - Plot No 13 Survey No 236 Krishna  
Ind Estate, Veraval, Tal. Kotda Sangani Veraval-360024,  
Tel: - +91- 2827 253895  
Website: [www.spitzebyeveryday.com](http://www.spitzebyeveryday.com)  
CIN: U36998GJ1997PLC031719

**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:** U36998GJ1997PLC031719

**Name of the Company:** MARUTI INTERIOR PRODUCTS LIMITED ((Formerly Known as Maruti Interior Products Private Limited)

**Registered office:** Plot No 13 Survey No 236 Krishna Ind Estate Veraval, Tal. Kotda Sangani Veraval 360024 IN

<p><b>Name of the Member(s):</b></p> <p><b>Registered address:</b></p> <p><b>E-mail Id:</b></p> <p><b>Folio No/ Client Id:</b></p> <p><b>DP ID:</b></p>
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I/ We, being the member (s) of \_\_\_\_\_ shares of the above named company, hereby appoint

1. Name: \_\_\_\_\_

Address:

E-mail Id:

Signature: \_\_\_\_\_, or failing him

2. Name: \_\_\_\_\_

Address:

E-mail Id:

Signature: \_\_\_\_\_, or failing him

3. Name: \_\_\_\_\_

Address:

E-mail Id:

Signature: \_\_\_\_\_, or failing him

As my/ our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 25<sup>th</sup> Annual General Meeting of members of the Company, to be held on Tuesday, 30<sup>th</sup> August, 2022 at 03.30 p.m. at the Registered office situated at Plot No 13 Survey No 236 Krishna Ind Estate Veraval, Tal. Kotda Sangani Veraval 360024 and at any adjournment thereof in respect of such resolutions as are indicated below:

**Ordinary Business:**

1. To receive consider and adopt the audited standalone and consolidated financial statements including Balance Sheet as at March 31, 2022, Statement of Profit & Loss Account for financial year ended March 31, 2022, Balance Sheet as at March 31, 2022, Statement of Profit & Loss and Cash Flow Statement as on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the Report of the Board of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Purushotam Rudabhai Lunagaria [DIN: 00328145] who retires by rotation and being eligible, offers him-self for re- appointment.

**Special Business:**

3. To consider the appointment of the current auditors M/s H.B. Kalaria & Associates, Chartered Accountants (Firm Registration Number 104571W) as the Statutory Auditors of the Company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:

Signed this \_\_\_\_ day of..... 2022

Signature of Shareholder

Signature of Proxy holder(s)

Affix  
Revenue  
Stamp

**Note: 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.**



## ATTENDANCE SLIP

**PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL**

I hereby record my presence at the 25<sup>th</sup> Annual General Meeting of the Company convened on Tuesday, 30<sup>th</sup> August, 2022 at 03.30 p.m. at the Registered office of the Company situated at Plot No 13 Survey No 236 Krishna Ind Estate Veraval, Tal. Kotda Sangani Veraval 360024.

Registered Folio No	
No of Shares	

Name and Complete Address of the Equity Shareholder	
Signature	

Name of the Proxy Holder/ Authorized Representative:	
Signature	

**NOTE:** Equity shareholders attending the meeting in Person or by Proxy or through Authorized Representative are requested to complete and bring the Attendance Slip with them and hand it over at the entrance of the Meeting Venue.

## DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

<b>Particulars</b>	<b>Mr. PURUSHOTAM RUDABHAI LUNAGARIA</b>
DIN	00328145
Date of Birth	02/03/1943
Date of Appointment	27/03/2015
Qualifications	B.Sc. with Physics
Expertise in specific functional areas	Retired Banker and is actively looking after general management of the company.
Directorships held in other public companies (excluding foreign companies and Section 8)	N.A.
Memberships / Chairmanships of committees of other public companies	N.A.
Number of shares held in the Company	7,40,000 (9.80%) Equity Shares
Inter-se Relationship between Directors	He is relative of Mr. Paresh Purshotam Lunagaria

### ROUTE MAP TO VENUE

