

**NOTICE**

**NOTICE** is hereby given that the Extra-Ordinary General Meeting of the members of Maxop Engineering Company Private Limited (“**Company**”) for the Financial Year 2024-2025 will be held at a shorter notice on Wednesday, The 29<sup>th</sup> Day of January 2025 at 03.00 P.M through video conferencing facility deemed to be conducted at the registered office of the Company situated at A-2/2, Block A2, Ground & Upper Floor, Africa Avenue, Safdarjung Enclave, New Delhi – 110029, India to transact the following business:

**SPECIAL BUSINESS:****ITEM 1: APPROVAL FOR ALTERATION IN MAIN OBJECTS OF THE COMPANY**

To consider and if thought fit, to pass, with or without modification(s), the following resolution(s) as a Special Resolution:-

“**RESOLVED THAT** pursuant to the provisions of the Section 13 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, including any statutory modification(s) or re-enactment thereof, for the time being in force and such other approvals, permissions and sanctions, as may be necessary, consent of the members of the Company be and is hereby accorded to alter and amend existing Clause III (A) [Main Object] of the Memorandum of Association of Company by inserting sub-clause No. 6 to 9 after existing sub-clause No. 5:

6. *To carry on the business of manufactures, buyers, sellers, importers, dealers and agents of Ferrous & Non-Ferrous material, electrical connectors, aluminium alloy ingot, billets, profiles, sheets, coil, parts & its scrap, assembly of aluminium parts, rolling, wire & tube drawing, contracting of metal & mining and such other related services thereto.*
7. *To undertake turnkey projects in India or in any part of world in area of aluminium profiles, parts & assemblies, metal & mining of aluminium and its alloys.*
8. *To set up or acquire nonferrous smelting plant to carry on melting and alloying of aluminium alloys in form of liquid, ingot slab, billets from scrap or ingots or both.*

**Maxop Engineering Co. Pvt. Ltd.**

(AN ISO : 9001, IATF:16949, ISO 14001; ISO:45001 COMPANY)

Works : Plot No. 10 & 27, Sector-6, IMT Manesar, Gurgaon, Haryana 122 050, Tel. : +91-124-2291213 / 14 / 19, 4367627, 4367628 Fax : +91-124-2290991  
Office : W-35, Lower Ground Floor, Greater Kailash-I, New Delhi - 110 048, India, Tel. : +91-11-41637223/4 Fax : +91-11-29213517  
CIN : U31300DL1994PTC060704, E-mail : maxop@maxop.com, www.maxop.com

9. To set up or acquire a plant for anodizing and powder coating of aluminium profiles and parts or similar such coating of aluminium products.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Managing Director and/or the Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be necessary in relation to the above including the matters incidental thereto including but not limited to signing and filing all the e-forms and other documents with the statutory authorities along with the Ministry of Corporate Affairs and to execute all such documents, instruments and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Ministry of Corporate Affairs or such other Authority arising from or incidental to the said amendment and to delegate all or any of the powers conferred herein as they may deem fit.

**RESOLVED FURTHER THAT** the copies of the aforesaid resolutions, certified to be true by Mr. Shailesh Arora, may be furnished to any person(s), as maybe required.”

**FOR MAXOP ENGINEERING COMPANY PRIVATE LIMITED**

SHAILESH  
By: ARORA



Digitally signed by SHAILESH ARORA  
DN: cn = Shailesh Arora,  
email = shailesh.arora@maxop.com,  
2.5.4.0 = shailesh.arora@maxop.com,  
c = IN, o = Maxop Engineering Company Private Limited,  
ou = Maxop,  
serialNumber = shailesh.arora@maxop.com,  
1.2.840.1135491.1.1.1 = shailesh.arora@maxop.com,  
ARORA,  
Date: 2025.01.24 10:06:38 +05'30'

**Name:** Shailesh Arora

**Title:** Managing Director

**DIN:** 00106486

**Date:** January 24, 2025

**Place:** New Delhi, India

**Notes:**

1. Ministry of Corporate Affairs (“MCA”), vide its General Circular No. 09/2024 dated 19th September 2024 read with other previous MCA General Circulars No. 09/2023 dated 25th September 2023, 10/2022 dated 28th December 2022, 02/2022 Dated 5th May 2022, No. 20/2020 dated 5th May 2020, No. 17/2021 dated 13th April 2021 and No. 14/2021 dated 8th April 2021 (collectively referred to as “MCA Circulars”), has permitted Companies to hold their Extra Ordinary General Meetings through Video Conference (VC) or Other Audio Visual Means (OAVM).  
  
In compliance with the aforesaid MCA Circulars, applicable provisions of the Companies Act, 2013 (“Act”), this Extra Ordinary General Meeting (EGM) is being held through VC. The proceedings of the EGM will be deemed to be conducted at the Registered Office of the Company at A-2/2, Block A2, Ground & Upper Floor, Africa Avenue, Safdarjung Enclave, New Delhi – 110029, India, which shall be deemed venue of the EGM.
2. As per the provisions of Clause 3.B.IV. of the General Circular No. 20/ 2020 dated May 5, 2020, the matters of Special Business as appearing at Item No. 1 & 2 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.
3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this Extra Ordinary General Meeting is being held through Video Conferencing, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed hereto. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC and participate thereat.
4. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC are requested to send to the Company at [leena.aggarwal@maxop.com](mailto:leena.aggarwal@maxop.com) or [secretarial@maxop.com](mailto:secretarial@maxop.com), a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
5. Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.

6. The Extra-Ordinary General Meeting is being convened at a shorter notice pursuant to Section 101(1) of the Companies Act, 2013 ("Act") with the consent given in writing/by electronic mode by majority in number of members entitled to vote and who represent not less than Ninety-Five Percent (95%) of such part of the paid-up share capital of the Company as gives a right to vote at the meeting. The members are requested to sign the enclosed consent for shorter notice to attend the Extra-Ordinary General Meeting and send it to the Company.
7. Members are requested to notify any change in their address, e-mail address, contact numbers, etc. immediately to the Company by sending an Email at [leena.aggarwal@maxop.com](mailto:leena.aggarwal@maxop.com) or [secretarial@maxop.com](mailto:secretarial@maxop.com) at its registered office.
8. Request is made to all the members of the Company for conveying votes on the abovementioned agenda items and to make any queries pertaining to such matters, members can directly mail at [leena.aggarwal@maxop.com](mailto:leena.aggarwal@maxop.com) or [secretarial@maxop.com](mailto:secretarial@maxop.com).
9. In compliance with the MCA Circulars, electronic copy of the Notice along with other documents required to be attached therewith (Collectively referred to as Notice) have been sent only by email to the members at their e- mail ids registered with the Company. Members may note that the Notice is also available on the Company's website [www.maxop.com](http://www.maxop.com).
10. Relevant documents referred to in the accompanying Notice and in the Explanatory Statement are open for inspection by the Members at the Company's registered office on all working days (except Saturdays, Sundays, and public holidays) of the Company, during business hours up to the date of the Meeting.
11. PROCEDURE FOR JOINING THE EGM THROUGH VC:
  - a) The members can participate in the Meeting through VC Facility by clicking on the following link: [https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_YTdhYzA1NDAtY2M0NS00ZDZkLWEzNjgtYmU4MmFmFmWNhMzA1%40thread.v2/0?context=%7b%22Tid%22%3a%22c444ee42-0470-4533-bece-9aae603d9754%22%2c%22Oid%22%3a%22d68e89ad-ae57-46f8-8869-0cfe401d1c3d%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_YTdhYzA1NDAtY2M0NS00ZDZkLWEzNjgtYmU4MmFmFmWNhMzA1%40thread.v2/0?context=%7b%22Tid%22%3a%22c444ee42-0470-4533-bece-9aae603d9754%22%2c%22Oid%22%3a%22d68e89ad-ae57-46f8-8869-0cfe401d1c3d%22%7d)
  - b) The facility for joining the meeting shall be kept open 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after the scheduled time of the meeting.
  - c) Members who need assistance before or during the EGM, can contact on [leena.aggarwal@maxop.com](mailto:leena.aggarwal@maxop.com) or [secretarial@maxop.com](mailto:secretarial@maxop.com) or call on 9810359968.

- d) The attendance of the Members attending the EGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

**(Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts concerning the item of special business to be transacted at the Extra-Ordinary General Meeting is detailed hereunder)**

**ITEM 1:**

In order to expand the Company's present scope of operations and to avail the opportunity at local and global level, the company is planning to enter into Extrusion business by setting up an Industrial Unit in Bhiwadi, Rajasthan. It will significantly improve the Company's market presence, operational efficiency, and ability to serve its customers better and in order to commence the proposed new business activities, the Object Clause [Clause III (A)] of the Memorandum of Association of the Company needs to be altered by inserting clause sub-clause No. 6 to 9 after existing sub-clause No. 5 as stated in the Resolution annexed to the Notice. The amendment would be subject to the approval of the Ministry of Corporate Affairs and/or any other Statutory or Regulatory Authority, as may be necessary.

A copy of the Memorandum of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at its Registered Office during normal business hours on all working days (Except Sunday).

None of the directors, key managerial personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution, as set out at Item 1 of the Notice.

The Board recommends passing of the resolution set out at Item No. 1 as a Special Resolution.

By order of the Board of Directors  
For Maxop Engineering Company Private Limited

By: **SHAILESH ARORA**

**Name:** Shailesh Arora

**Title:** Managing Director

**DIN:** 00106486

**Date:** January 24, 2025

**Place:** New Delhi, India

