

NOTICE

Notice is hereby given that the **34th ANNUAL GENERAL MEETING** of the Members of **MANE KANCOR INGREDIENTS PRIVATE LIMITED** will be held on **Monday, 23rd September 2024** at 3.30 pm (IST) 1.00 A.M. (CEST) through Video Conferencing (VC) at the Registered Office of the Company at 5th Floor, Imperium, 159, Marol Maroshi Road, Vijay Nagar, Opposite Police Quatres, Andheri (E) Mumbai- 400059 to transact the following business **at shorter notice**.

ORDINARY BUSINESS:

1. **TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (STANDALONE & CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:**

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

"RESOLVED THAT the audited financial statements (Standalone & Consolidated) of the Company for the financial year ended 31st March 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered approved and adopted."

SPECIAL BUSINESS:

2. **TO APPROVE THE RELATED PARTY TRANSACTIONS FOR F.Y. 2024-25**

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

"RESOLVED THAT pursuant to the provisions of section 188 of the Companies Act, 2013 (as amended or re-enacted from time to time) read with rule no 15 of the Companies (Meeting of Board and its Powers) Rules 2014, the consent of the Board be and is hereby accorded to enter into transaction/s of purchase/sale of goods / services, lease, transfer, assign or otherwise etc., for the period from 1st April 2024 to 31st March 2025 with its related parties as mentioned in the Annexure upto a value which is necessary to make ordinary course of business to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the parties.

"RESOLVED FURTHER THAT pursuant to the provisions of section 189 of the Companies Act, 2013 (as amended or re-enacted from time to time) read with rule 16 of the Companies (Meeting of Board and its Powers) Rules 2014, any of the Directors of the Company be and are hereby authorized to do the necessary entries in the Register of Contracts or Arrangements in which Directors are interested and authenticate them."

"RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company".

By Order of the Board of Directors


RUPALI KARAWADE
COMPANY SECRETARY

Place: Mumbai

Date: 23rd September 2024

MANE KANCOR INGREDIENTS PRIVATE LIMITED

(Formerly known as Mane Kancor Ingredients Limited)

(Formerly known as Kancor Ingredients Limited)

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Opp. Police Quarters, Andheri (East),
Mumbai - 400 059, Maharashtra, India.
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www.manekancor.com

CIN: U51909MH1990PTC240460

NOTES:

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 and any other MCA circulars issued from time to time (collectively referred to as "MCA Circulars") permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ('the Act'), the AGM of the Company is being held through VC. The deemed venue for the AGM shall be the Registered Office of the Company.
2. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto.
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 AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
4. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

Item No.3

As per the provisions of Section 188 of the Companies Act, 2013 read along with the rules framed thereunder the transaction with related parties as mentioned in Annexure to this notice requires approval of members of the Company.

Except, Mr. Jean Mane & Mr. Geemon K. Korah, none of the other Directors or their relatives are concerned or interested in the Resolution at Item No. 3 of the Notice.

By Order of the Board of Directors


RUPALI KARAWADE
COMPANY SECRETARY

Place: Mumbai

Date: 23rd September 2024
