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**CORPORATE INFORMATION****BOARD OF DIRECTORS**

**Mr. Swetank M. Patel**  
Managing Director

**Mrs. Hina S. Patel**  
Director

**Mr. Narendra S. Ayer**  
Independent Director

**Mr. Umesh R. Naik**  
Independent Director

**Mr. Jayesh J. Pandya**  
Independent Director  
(From 13/08/2018)

**BANKERS**

ICICI Bank Ltd.,  
Bopal Branch, Ahmedabad

HDFC Bank,  
Darpan Six Roads Branch, Ahmedabad

**REGISTERED OFFICE**

4<sup>th</sup> Floor, "KARM" Corporate House, Opp. Vikramnagar  
Nr. New York Timber, Ambli Bopal Road  
Ahmedabad Gujarat - 380059.

**REGISTRAR & SHARE TRANSFER AGENTS**

Accurate Securities Registry Private Limited  
23<sup>rd</sup> Floor, Sarthik Complex,  
Nr. Fun Republic, Iscon Cross Road,  
Satellite, Ahmedabad -380015.  
Phone: +91 9033009602 - 05  
E-mail: accuratesecuritiesrta@gmail.com

**COMPANY SECRETARY**

Ms. Payal Pandya

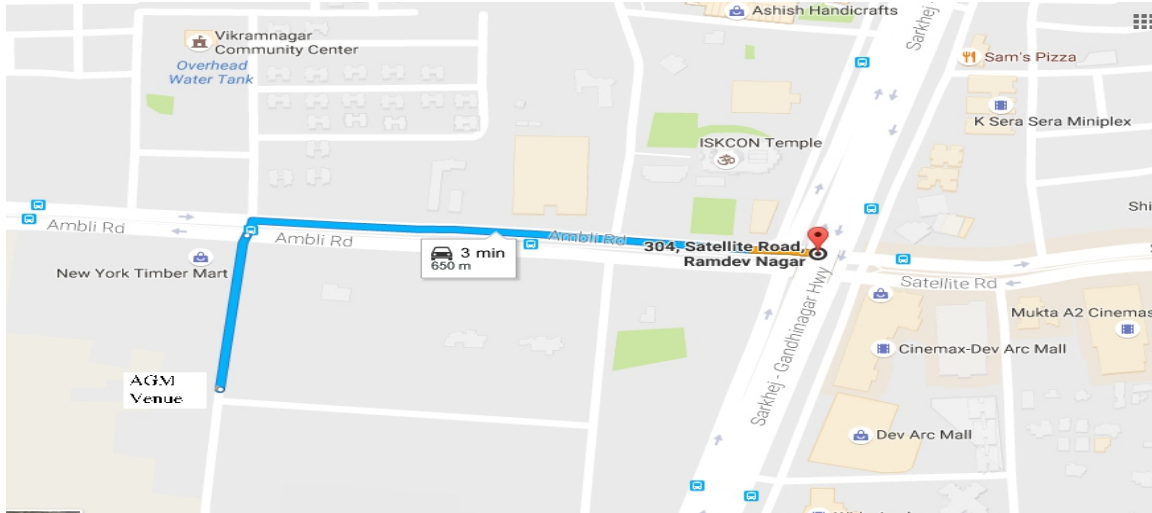
**STATUTORY AUDITOR**

M/s. G M C A & Co.  
Chartered Accountants  
101, Parishram 5-B, Rashmi Society,  
Nr. LG Showroom,  
Mithakhali Six Roads,  
Navrangpura,  
Ahmedabad -380009

**SECRETARIAL AUDITOR**

M/s. Patel & Associates  
Company Secretaries  
16, Aarasuri Society, Nava Vadaj,  
Ahmedabad-380013.

**ROAD MAP TO AGM VENUE**



**AGM VENUE**

**Registered Office:**

4<sup>th</sup> Floor, "KARM" Corporate House,  
Opp. Vikramnagar,  
Nr. New York Timber,  
Ambli - Bopal Road,  
Ahmedabad , Gujarat -380059 .

**NOTICE**

Notice is hereby given that **Annual General Meeting of Mena Mani Industries Limited** will be held at the registered office of the Company at 4th Floor, "KARM" Corporate House, Opp. Vikramnagar, Nr. New York Timber Mart, Ambli - Bopal Road, Ahmedabad - 380059, Gujarat on Saturday, 29th Day of September, 2018 at 1:00 p.m. to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2018 including audited Balance Sheet as at 31st March, 2018 and Statement of Profit and Loss for the year ended on that date and the Reports of the Directors, Auditors and the Secretarial Auditor thereon.
2. To re-appoint Mrs. Hina S. Patel (DIN: 01987053), who is liable to retire by rotation and being eligible, offers herself for re-appointment.

**SPECIAL BUSINESS:****3. REGULARIZATION OF MR. JAYESH JAYANTILAL PANDYA AS INDEPENDENT DIRECTOR**

To consider, and if thought fit to pass, with or without modification, the following resolution as an Ordinary Resolution for Regularization of Additional Director

**"RESOLVED THAT** pursuant to the provisions of section 149, 152 and all other applicable provisions of the Companies Act, 2013, if any and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV, Mr. Jayesh Jayantilal Pandya (DIN: 02030546) who was appointed as an Additional Director in the meeting of the Board of Directors held on August 13, 2018 and whose term expires at the ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, from the member proposing his candidature for the office of a Non-Executive, Independent Director of the Company, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a term of 5 years from 13/08/2018 to 12/08/2023."

**"RESOLVED FURTHER THAT** Board of Directors of the Company be and are hereby authorized as to do all such acts, deeds and things incidental thereto to give effect to aforesaid resolution."

**4. APPROVAL OF RELATED PARTY TRANSACTION:**

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

**"RESOLVED THAT,** pursuant to the provisions of Section 188 of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such amendments as may be made therein, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into transaction with Real News & Views Limited, the related party as defined under the Act for purchase and/or sale of goods upto Rs. 100 Crores for the financial year 2018-19."

**RESOLVED FURTHER** that Mr. Swetank Patel, Managing Director of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this resolution."

Place: Ahmedabad

Date: 13th August, 2018

For and on behalf of the Board

SD/-

Swetank M. Patel

Managing Director

DIN: 00116551

**Profile of Directors**

**[Seeking Appointment/Reappointment in Annual General Meeting as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

Director's Name	<b>Mrs. Hina S. Patel</b>	<b>Mr. Jayesh J. Pandya</b>
Date of Birth	27 <sup>th</sup> December, 1969	12 <sup>th</sup> December, 1969
Age	49 years	49 years
Date of Appointment	1 <sup>st</sup> March, 2011	13 <sup>th</sup> August, 2018
Qualification	Bachelor of Commerce	Bachelor of Commerce
Experience in specific functional area	Mrs. Hina S. Patel has valuable experience of around 19 years in management and administration activities. She took the additional responsibility to handle the corporate affairs of the Company.	Mr. Jayesh Pandya has rich knowledge and experience in operating the business activities. His expertise in making right decision at right time will improve the Company's progress and widens the range for additional extension and development
Designation	Director	Independent Director
Chairman/Member of the Committee of the Board of Directors of the Company	Member of the Audit Committee.	None
No. of Shares held in the Company	1525610	95010
Directorship held in other public limited Indian Companies. (Excluding Directorship in Mena Mani Industries Limited)	Nil	Nil
Membership/Chairmanship of Committees public limited Indian Companies. (Excluding Membership/Chairmanship of Committees in Mena Mani Industries Limited)	Nil	Nil
Directorship held in private Companies	<ul style="list-style-type: none"> <li>• Nishan Grafitech Private Limited</li> <li>• Anar Retail Private Limited</li> </ul>	<ul style="list-style-type: none"> <li>• Milan Grafitech Private Limited</li> <li>• Shradha Cable Communication Private Limited</li> </ul>
Related to other directors	Mrs. Hina S. Patel and Mr. Swetank M. Patel, the Managing Director of the Company are related as Husband-Wife.	Not related to any other director

**EXPLANATORY STATEMENT AS PER SECTION 102 OF THE COMPANIES ACT, 2013****Item No.3 to the Notice**

The Board of Directors (based on the recommendation of Nomination and Remuneration Committee) had appointed Mr. Jayesh Jayanlal Pandya (DIN: 02030546), as an Additional Director w. e. f August 13, 2018. In terms of Section 161 (1) of the Companies Act, 2013 read with Articles of Association of the Company, Mr. Jayesh Pandya holds the office as an Additional Director up to the date of the forthcoming Annual General Meeting scheduled to be held on Saturday, 29th September, 2018.

The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 from one of the members signifying his intention to propose the appointment of Mr. Jayesh Pandya as a Director.

Mr. Jayesh Pandya is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent in writing to act as Director. Moreover, Copy of the dra formal let ter for appointment of Mr. Jayesh Pandya as a Director setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

The Board of Directors is of the opinion that his rich knowledge in managing and regulating the Organizational affairs will be of great significance to the Company and hence recommends the Resolution at Item No. 3 of this Notice for your approval. Notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on any working day up to the date of the Annual General Meeting.

None of the Directors, Key Managerial Personnel and relatives thereof is concerned or interested in the Resolution at Item No. 3 of the Noce.

**Item No.4 to the Notice**

The Audit Committee and the Board of Directors of the Company, at their respective meetings held on 24 th May, 2018 has approved a proposal for entering into following related party transactions:

Name of Related Party	Real News & Views Limited
Name of Related Director or KMP	Mr. Swetank M. Patel and Mrs. Hina S. Patel
Nature of relationship	Mr. Dharm S. Patel, Director of Real News & Views Limited is son of Mr. Swetank M. Patel and Mrs. Hina S. Patel, Directors of the Company .
Material terms, monetary value and particulars of the contract or arrangement;	The transaction between the parties will be in the nature of purchase and/or sale of goods/products. The amount of the transaction shall be up to Rs. 100 Crores and the same has to be paid as per the terms agreed by both the parties.
The Manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	The pricing is commensurate with the market value of the goods and shall be at arm's length.
Any other information relevant or important for the members to take a decision on the proposed resolution	N.A.

The transaction would fall under material Related Party Transaction and in terms of Section 188 of the Companies Act, 2013 and regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable rules there under requires prior approval of the Shareholders by way of Special Resolution.

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Except Mrs. Hina Patel and Mr. Swetank Patel none of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs is concerned or interested in the Resolution.

**Place: Ahmedabad**  
**Date: 13th August, 2018**

**For and on behalf of the Board**

**SD/-**  
**Swetank M. Patel**  
**Managing Director**  
**DIN: 00116551**

**NOTES:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto.
  2. Shareholder is entitled to attend and vote at the meeting and is also entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Shareholder. In terms of Section 105 of the Companies Act, 2013 and Rules framed thereunder, 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 provided such person shall not act as a proxy for any other person or shareholder.
  3. Proxies in order to be effective must be received by the Company not less than 48 hours before the commencement of the meeting.
  4. Pursuant to Section 113 of the Companies Act, 2013 and rules framed thereunder, the Corporate Members intending to send their authorized representatives to attend the AGM are requested to send to the Company, a certified copy of Board Resolution and Power of Attorney, if any, authorizing their representative (s) to attend and vote, on their behalf, at the AGM.
  5. Information as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of the Directors seeking appointment / reappointment at the AGM provided as above. Requisite declarations have been received from the Directors seeking appointment / re-appointment.
  6. As required under SS-2 issued by the ICSI, a route map, including a prominent landmark, showing directions to reach the AGM venue is annexed to the Annual Report.
  7. Members are requested to bring and produce the attendance slip duly signed as per the specimen signature recorded with the Company/ DPs along with proof of identification for admission to the AGM Hall.
  8. Shareholders or Proxy are requested to bring along with them their copy of Annual Report at the meeting as extra copies will not be distributed.
  9. Pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014 read with Regulation 42 (5) of the Listing Regulations, the Share Transfer Books and Register of Members of the Company will remain closed from 26th September, 2018 to 29th September, 2018 (Both days inclusive).
  10. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members of the Company without payment of fees at the Registered Office of the Company at 4thFloor, "KARM" Corporate House, Opp. Vikramnagar, Nr. New York Timber, Ambli - Bopal Road, Ahmedabad, Gujarat – 380059. Inspection by the Members can be done on any working day between 11:00 a.m. and 1:00 p.m. up to the date of AGM of the Company and shall also be available at the venue of AGM. Any Member desirous of receiving any information on the Financial Statements or Operations of the Company is requested to forward his / her queries to the Company at least seven working days prior to the AGM, so that the required information can be made available at the AGM.
  11. Members holding shares in physical mode are requested to notify immediately any change in their address along with self-aested copy of address proof i.e. Aadhar Card/Electricity Bill/Telephone Bill/Driving License/Bank Passbook particulars to the Company or RTA and in case their shares are held in dematerialized mode, this information should be passed on directly to their respective DPs.
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12. In all correspondence with the Company, members holding shares in physical mode are requested to quote their account / folio numbers and in case their shares are held in dematerialized mode, members are requested to quote their DP Id and Client Id Nos.
13. In case of Joint Holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
14. The Securities and Exchange Board of India (SEBI) vide its circular dated April 20, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account details for all Members holding shares in physical form. Therefore, the Members are requested to submit their PAN and Bank Account details to the Company at the Registered Office or to M/s. Accurate Securities and Registry Private Limited, the Registrar and Share Transfer Agent (RTA) of the Company. In this regard, the Members are requested to submit a duly signed leer along with self-aested copy of PAN Card(s) of all the registered Members (including joint holders). Members are also requested to submit original cancelled cheque bearing the name of the sole / first holder. In case of inability to provide the original cancelled cheque, a copy of Bank Passbook / Statement of the sole / first holder duly attested by the Bank, not being a date earlier than one month may be provided. Members holding shares in demat form are requested to submit the aforesaid documents to their respective Depository Participant (s).
15. As per Regulation 40(7) of the Listing Regulations read with Schedule VII to the said Regulations, for registration of transfer of shares, the transferee(s) as well as transferor(s) shall mandatorily furnish copies of their Income Tax Permanent Account Number (PAN) Card. Additionally, for securities market transactions and / or for off market / private transactions involving transfer of shares in physical mode for listed Companies, it shall be mandatory for the transferee(s) as well as transferor(s) to furnish copies of PAN Card to the Company / RTA for registration of such transfer of shares. In case of transmission of shares held in physical mode, it is mandatory to furnish a copy of the PAN Card of the legal heir(s) / Nominee(s).
16. The Ministry of Corporate Affairs (MCA), Government of India has introduced a 'Green initiative in Corporate Governance' by allowing paperless compliances by the Companies for service of documents to their Members through electronic mode, which will be in compliance with Section 20 of the Companies Act, 2013 and Rules framed thereunder. In case you have not registered your e-mail Id, please communicate the same to the Company or RTA at their communication address given in the Annual Report in respect of the shares held in physical mode or communicate to your DPs concerned in respect of shares held in demat / electronic mode. Although you are entitled to receive physical copy of the Notices, Annual Reports, etc. from the Company, we sincerely seek your supports to enable us to forward these documents to you only by e-mail, which will help us participate in the Green Initiatives of the MCA and to protect our environment.
17. **Voting through electronic means:**

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to exercise their right to vote by electronic means. The facility of casting votes using an electronic voting system from a place other than the AGM venue ('remote e-vong') will be provided to the members by Central Depository Services (India) Limited (CDSL).

The Company is providing facility for voting by electronic means and the business may be transacted through such electronic voting. The facility for voting through ballot paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-vong shall be able to exercise their right at the meeting. The members who have cast their vote by remote e-vong prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

***The 'Step by Step' procedure and instructions for casting your vote electronically are as under:***

- i. The e-vong period begins on 26th September, 2018 at 9:00 a.m. and end on 28th September, 2018 at 5:00 p.m. During this period shareholder of the Company, holding shares either in physical form or in dematerialized form, as at the cut-off date (Record date) of 22nd September, 2018, may cast their vote electronically. The evoting module shall be disabled by CDSL for voting after 28th September, 2018 at 5:00 p.m.



- ii. Open your web browser during the voting period and log on to the e-vong website [www.evongindia.com](http://www.evongindia.com).
- iii. Next click on "Shareholders" tab to cast your votes.
- iv. Now enter your User ID For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to [www.evongindia.com](http://www.evongindia.com) and voted on an earlier vong of any company, then your existing password is to be used
- vii. If you are a first me user follow the steps given below:

PAN	Enter your 10 digit alpha -numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical s hareholders)  Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	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.  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 as mentioned in instruction (iv).

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then reach directly to the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily change their login password in the new password field. Kindly note that this password can be used by the Demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that such company opts for e-vong 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.
- x. Click on the EVSN for the Company to vote.
- xi. 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.
- xii. Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- xiii. 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.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvi. If Demat account holder has forgotten the password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii. Note for Non-Individual Shareholders and Custodians.
  - Non-individual shareholders (i.e. other than individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evongindia.com](http://www.evongindia.com) and register themselves as Corporate.
  - A scanned copy of Registration Form bearing the stamp and sign of the entry should be emailed to helpdesk. [evoting@cdslindia.com](mailto: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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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 custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (FAQs) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

- xviii. The voting rights of the Member shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. September 22, 2018.
- xix. A person whose name appears in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-vong as well as voting at the AGM through electronic means.
- xx. M/s. Patel & Associates, Company Secretaries, Ahmedabad, has been appointed by the Board of Directors of the Company as the Scrutinizer, to scrutinize the e-vong process in a fair and transparent manner.
- xxi. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through electronic voting system provided at the AGM venue and remote e-vong in the presence of at least two witnesses, not in the employment of the Company and make, within 48 hours of conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same and declare the results of the voting forthwith. The resolution(s) shall be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes.
- xxii. The declared results along with the report of the scrutinizer shall be placed on the Company's website [www.anar.co.in](http://www.anar.co.in) and on the website of CDSL immediately after the results are declared, the same shall be communicated by the Company to the BSE Limited.
- xxiii. Shareholders can also cast their vote using CDSL's mobile app m-Vong available for android based mobiles. The 'm-Vong app' can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

**In case of members receiving the physical copy:**

- a) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
  - b) The voting period begins on 26th September, 2018 at 9:00 a.m. and end on 28th September, 2018 at 5:00 p.m. 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) of 22nd September, 2018, may cast their vote electronically. The evong module shall be disabled by CDSL for vong thereafter.
  - c) In case you have any queries or issues regarding e-vong, you may refer the Frequently Asked Questions "FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
18. For any further assistance, you may contact Mr. Swetank Patel, Managing Director at Telephone No. (079) 2693 6006 or at E-mail Id: [info@anar.co.in](mailto:info@anar.co.in). Address: 4th Floor, "KARM" Corporate House, Opp. Vikramnagar, Nr. New York Timber, Ambli - Bopal Road, Ahmedabad, Gujarat - 380059.
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