



Ref: MNIL/BSE/2021

Date: 25/06/2021

BSE Limited

Department of Corporate Services
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001

Scrip Code: 539767 ISIN: INE216Q01010

Dear Sir/Ma'am

Sub: Outcome of the Board Meeting

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), we hereby inform that Board of Directors of the Company in its meeting held on Friday, June 25, 2021 proceeds at 11.00 AM and concluded at 06:10 PM *inter-alia*, transacted and approved the following businesses:

1. Audited Financial Results of the Company for the quarter and Year ended March 31, 2021.
2. Declaration on unmodified opinion on the Auditor's Report with respect to the Audited Financial Results of the Company for the quarter and financial year ended 31st March, 2021.
3. Approved Notice of 38th Annual General Meeting of the Company which is scheduled to be held on Thursday, 5th August, 2021 at 11:00 AM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') without the physical presence of members.
4. Approved Directors' Report & other related items for the financial year ended March 31, 2021.
5. Considered and Approved Independent Auditor's Report, Balance Sheet, Profit and Loss and notes to accounts for the Financial Year ended March 31, 2021.
6. Appointment of M/s DSAS & Associates, Chartered Accountants as Internal Auditor of the Company for the Financial Year 2021-22.
7. Appointment of M/s Anjali Suri and Associates, Practicing Company Secretary as Secretarial Auditor of the Company for the Financial Year 2020-21.
8. Considered and approved Increase in authorised Capital of the Company subject to approval of shareholders in suppression to the earlier resolution passed i.e. from INR 4,25,00,000/- (Rupees Four Crore Twenty-Five Lakhs Only) divided into 42,50,000 (Forty-Two Lakhs Fifty Thousand) equity shares of INR 10/- (Rupees Ten Only) each to INR 28,25,00,000/- (Rupees Twenty Eight Crore Twenty Five Lakhs only) divided into 2,82,50,000 (Two crore Eighty Two Lakhs Fifty Thousand only) equity shares of INR 10/- (Rupees Ten Only) each and consequent amendment to clause V of the Memorandum of Association of the Company.
9. Considered and approved the updated offer document of the Right Issue upto 25Cr.
10. Appointment of Mr. Anand Rai (DIN: 06855524) as Additional Director of the Company subject to approval of shareholders.



MEGA NIRMAN & INDUSTRIES LIMITED

Regd. Office Address: A-6/343B, 1st Floor, Paschim Vihar, New Delhi-110063

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CIN: L70101DL1983PLC015425

11. Approved Amendment of Articles of Association of the Company subject to approval of shareholders in line with the Companies Act, 2013. Article of call on shares is replaced as new Articles as below:

Calls on Shares

The Board may, from time to time, subject to the terms on which any share may have been issued, and subject to the provisions of Section 49 of the Act, make such calls as the Board thinks fit upon the members in respect of all moneys unpaid on the shares held by them respectively, and not by the conditions of allotment thereof made payable at fixed times, and each member shall pay the amount of every call so made on him to the persons and at the time and places appointed by the Board. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof. A call may be made payable by installments and shall be deemed to have been made when the resolution of the Board authorizing such call was passed. Provided That Not less than twenty-one days' notice of any call shall be given specifying the time and place of payment and to whom such call shall be paid.

- i. If the sum payable in respect of any call or installment be not paid on or before the day appointed for payment thereof, the holder for the time being in respect of the share for which the call shall have been made or the installment shall be due shall pay interest for the same at the rate of 12 (twelve) per cent per annum from the day appointed for the payment thereof to the time of the actual payment or at such lower rate (if any) as the Board may determine.
- ii. The Board shall be at liberty to waive payment of any such interest either wholly or in part.

If by the terms of issue of any share or otherwise any amount is made payable at any fixed time or by installments at fixed times, whether on account of the amount of the share or by way of premium, every such amount or installment shall be payable as if it were a call duly made by the Board and of which due notice had been given, and all the provision herein contained in respect of calls shall relate to such amount or installment accordingly.

On the trial or hearing of any action, or suit brought by the Company against any shareholder or his representatives to recover any debt or money claimed to be due to the Company in respect of his share, it shall be sufficient to prove that the name of the defendant is, or was, when the claim arose on the Register of Members as a holder, or one of the holders of the number of shares in respect of which such claim is made, and that the amount claimed is not entered as paid in the Books of the Company and it shall not be necessary to prove the appointment of the Board who made any call, nor that a quorum was present at the Board meeting at which any call was made nor that the meeting at which any call was made was duly convened or constituted, nor any other matter whatsoever but the proof of the matters aforesaid shall be conclusive evidence of the debt.



The Board may, if it thinks fit, receive from any member willing to advance the same, all or any part of the money due upon the share by him beyond the sums actually called for, and upon the money paid or satisfied in advance, or so much thereof as from time to time exceeds the amount of calls then made upon the share in respect of which such advance has been made, the Company may pay Interest at such rate not exceeding, unless the Company in general meeting shall otherwise direct, 12(twelve) per cent per annum as the member paying such sum in advance and the Board agrees upon. Money so paid in excess of the amount of calls shall not rank for dividends or confer a right to participate in profits.

A call may be revoked or postponed at the discretion of the Board.

We request you to take the same on record.

Thanking You,

Yours faithfully,

For Mega Nirman & Industries limited

For Mega Nirman & Industries Limited



Kanika

Company Secretary

Company Secretary & Compliance Officer

M.No. A50543

BRIEF PROFILE OF Mr. ANAND RAI AS ADDITIONAL DIRECTOR

Pursuant to Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we wish to inform you that Board of Directors had appointed Mr. Anand Rai as an Additional Director of the Company till the ensuing Annual General Meeting.

Mr. Anand Rai; 36 years had completed his B.Com (Hons) from Calcutta University, he is a dynamic professional with 10 years of experience in Sales & Marketing, Business Development, Client Relationship Management, and Team Management across the Banking and Real Estate Industry having expertise in managing operations with key focus on top line profitability through sales and marketing of products and services.

Mr. Anand Rai neither related to any other Director of the Company nor holds any shares in the Company.