

# INANI MARBLES & INDUSTRIES LIMITED

Regd. Office : Araji No. 1312, Udaipur- Bhilwara Highway , Near Mataji Ki Pandoli , Chittorgarh (Raj.) 312001

Email : [inanimarble@gamil.com](mailto:inanimarble@gamil.com) CIN No. L14101RJ1994PLC008930

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## NOTICE TO SHAREHOLDERS

Notice is hereby given that the Extra-Ordinary General Meeting (EGM) of the members of Inani Marbles & Industries Limited will be held on Saturday, February 25, 2023 at 03.00 p.m. at registered office of the Company situated at ARAJI No. 1312, Udaipur-Bhilwara Highway, near Mataji Ki Pandoli Chittorgarh (Raj.)- 312001 to transact the following business: -

### **SPECIAL BUSINESS:**

#### **Item No. 1 To Change in designation of Mr. Sudhir Kumar Bhatnagar (DIN 08251736)**

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

**“RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on 24<sup>th</sup> January, 2023 and pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for appointment of Mr. Sudhir Kumar Bhatnagar (DIN: 08251736) from the status of Non-Executive Independent Director to Non- Executive Non Independent Director to hold office for w.e.f. 25<sup>th</sup> February 2023 up to 30<sup>th</sup> September, 2023 as per earlier appointment by the shareholder in 24<sup>th</sup> annual general meeting and shall not be subject to retirement by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

#### **Item No.2 Material Related Party Transaction with Atlas Marble and Granite Tr.**

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 the Section 188 of the Companies Act, 2013 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, in this regard including any statutory amendment(s) or modification(s) or reenactment(s) thereof and the Company’s policy on Related Party transaction(s), approval of the Members be and is hereby accorded, to the material related party transaction(s), between the Company and Atlas Marble and Granite Tr. being related party for sales or supply of any goods and material on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of Rs. 15.00 Crore for the financial year 2022-23, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm’s length basis and in the ordinary course of business of the Company.

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“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto.”

**By the Order of Board of Directors  
For Inani Marbles & Industries Limited**

Place: Chittorgarh  
Date: January 24, 2023

**Madhu Bala Sharma  
Company Secretary**

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## Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the businesses set out at Item Nos. 1-2 above, is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN MEETING INSTEAD OF HIMSELF/HERSELF AND SUCH PERSON NEED NOT BE A MEMBER OF THE COMPANY.
3. The Instrument appointing the proxy, duly completed, must be deposited at the Company's Registered Office of the Company not less than 48 hours before the commencement of Meeting.
4. A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregating not more than 10% of the total share capital of the Company carry voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or member. A proxy form for the Extra Ordinary General Meeting is enclosed.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Institutional shareholders/corporate shareholders (i.e. other than individuals, HUF's, NRI's, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing their representative to attend and vote on their behalf at the meeting. The said Resolution/Authorization shall be sent on [inanimarble@gmail.com](mailto:inanimarble@gmail.com)
7. The Notice is being sent to all the Members, whose names appeared in the Register of Members of the Company as on the close of business hours on Friday, January 27, 2023 ("Record Date").
8. The Notice of the EGM is being sent through electronic mode to those members whose email addresses are registered with the Depository Participant. The Notice of the EGM is also posted on the website of the Company, [www.inanimarbles.com](http://www.inanimarbles.com) and also on the website of CDSL at <https://www.evotingindia.com>.
9. To support the "Green Initiative" Members who have not registered their email ID are requested to register the same with the Company's RTA /their depository's participants, in respect of shares in physical/electronic mode respectively.
10. The Company has designated an exclusive email ID [inanimarble@gmail.com](mailto:inanimarble@gmail.com) which would enable the members to post their grievances and monitor its redressed. Any member having any grievance may post the same to the said Email address for its quick redressal.
11. Mr. Anil Kumar Somani of M/s. Anil Somani & Associates, Practicing Company Secretaries (Membership No. 36055), has been appointed as the Scrutinizer to scrutinize the voting at the EGM and remote e-voting process in a fair and transparent manner.
12. A member can opt for only one mode of voting i.e. either in person or through proxy at the meeting or through e-voting. If a member casts votes by all the two modes, then voting done through e-voting shall prevail and voting through other means shall be treated as invalid.

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13. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in presence of at least two witnesses (not in the employment of the Company) and make a Scrutinizer's Report (including result of polling at EGM) of the votes cast in favour or against, if any, forthwith to the Chairman.
14. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection at the EGM
15. The Results shall be declared at or after the Extra-Ordinary General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the company's website [www.inanimarbles.com](http://www.inanimarbles.com) and on the website of CDSL <https://www.evotingindia.com> within two (2) days of passing of the resolution at the Extra-Ordinary General Meeting of the Company and the same shall also be communicated to stock exchanges where the shares of the Company are listed.
16. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Ankit Consultancy Private Limited.

## VOTING THROUGH ELECTRONIC MEANS

- i) In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer the facility of voting through electronic means and the business set out in the Notice above may be transacted through such electronic voting. The facility of voting through electronic means is provided through the e-voting platform of Central Depository Service (India) Limited (CDSL) ("remote e-voting").
- ii) Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut Off Date of Saturday, February 18, 2023, shall be entitled to avail the facility of remote e-voting as well as voting at the EGM. Any recipient of the notice who has no voting rights as on the cut-off date, shall treat this Notice as intimation only.
- iii) A person who has acquired the shares and has become a Member of the Company after the dispatch of the Notice of the EGM and prior to the cut-off date i.e Saturday, February 18, 2023, shall be entitled to exercise his/her vote either electronically i.e., remote e-voting or through Poll at the EGM by following the procedure mentioned in this part. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.
- iv) The facility for voting through Poll would be made available at the EGM and the Members attending the Meeting who have not already cast their votes by remote e-voting shall be able to exercise their right at the Meeting through Poll. The Members who have already cast their vote by remote e-voting prior to the Meeting, may also attend the Meeting, but shall not be entitled to cast their vote again.

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## THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING :

**Step1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Wednesday, February 22, 2023 (9.00 AM) and ends on Friday, February 24, 2023 (5.00 PM). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date February 18, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on</li></ol>

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	<p><a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
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. <ul style="list-style-type: none"><li>• 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.</li></ul>



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- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Inani Marbles & Industries Limited on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.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.



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- The list of accounts linked in the login 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 the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz:[corporatesolutions14@gmail.com](mailto:corporatesolutions14@gmail.com) with a copy marked to [inanimarble@gmail.com](mailto:inanimarble@gmail.com) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

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## EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

### Item No. 1

The Board of Directors, based on the previous approval of shareholders in 24<sup>th</sup> Annual General meeting held on 29th September, 2018 appointed Mr. Sudhir Kumar Bhatnagar (DIN: 08251736) as a Non-Executive Independent Director of the Company with effect from 10th October, 2018.

However, The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, in the meeting held on 24<sup>th</sup> January, 2023 vide its resolutions the Designation of Mr. Sudhir Kumar Bhatnagar was changed from Non -Executive Independent Director to Non-Executive Non Independent Director subject to the approval of shareholders, to hold office w.e.f. 25<sup>th</sup> February 2023 up to 30<sup>th</sup> September, 2023 as per earlier appointment by the shareholder in 24<sup>th</sup> annual general meeting and shall not be subject to retirement by rotation.

The aforementioned Director is not disqualified from being appointed as Director in terms of section 164 of the Companies Act, 2013.

Mr. Sudhir Kumar Bhatnagar is concerned or interested in the Resolutions of the accompanying Notice relating to his own appointment

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in this resolution. The brief profile of the director directors are annexed herewith separately with this notice.

The Board commends the Ordinary Resolutions as set out at Item No.1 of the Notice for approval by the members.

### Item No. 2

#### APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH ATLAS MARBLE AND GRANITE TR.

Your Company is engaged in Manufacturing and deals in Marbles/ granites/ Stone block, Slab Tiles quartz slab and allied products.

In line with the above objective and in the best interest of the Company, the Company has been entering into various business transactions with the group entities in the ordinary course of business and at arms' length basis.

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of Members by means of an ordinary resolution for all material related party transactions, even if such transactions are in the ordinary course of the business of the concerned company and at an arm's length basis. A transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) ₹1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

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Atlas Marble and Granite Tr. is a related party to the company and transaction for Sales or supply of goods and material will exceeds 10% of consolidated turnover of immediately previous year of the Company, being the threshold limit for Material Related Party Transactions under the SEBI (LODR) Regulations, 2015, Therefore approval of the shareholders is being sought.

It is hereby proposed those terms of contract for transactions between related parties as mentioned below:

Name(s) of the related party	Atlas Marble and Granite Tr.
Name of the Director or KMP who is related	Mr. Mahesh Kumar Inani and Mr. Anuj Inani
Nature of relationship	Director's Relative is Proprietor
Nature of contract/ arrangement/ transaction	Sales or supply of goods and material
Value of transaction	Rs. 15 Crore
Period for which shareholders' approval is sought for the transaction	For Financial Year 2022-23

The Audit Committee has approved the proposed transaction, being in the interest of the Company, between related parties of the Company in their meeting held on January 24, 2023. The same is being placed before the member of the Company as item no. 2 for their Approval.

None of the Directors, except Mr. Mahesh Kumar Inani and Mr. Anuj Inani or their relatives is in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the Ordinary Resolution as set out in Item No. 2 of this Notice for approval of the Members. The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolutions under this Item No. 2.

**By the Order of Board of Directors  
For Inani Marbles & Industries Limited**

Place: Chittorgarh

Date: January 24, 2023

**Madhu Bala Sharma**

**Company Secretary**

# INANI MARBLES & INDUSTRIES LIMITED

Regd. Office : Araji No. 1312, Udaipur- Bhilwara Highway , Near Mataji Ki Pandoli , Chittorgarh (Raj.) 312001

Email : [inanimarble@gamil.com](mailto:inanimarble@gamil.com) CIN No. L14101RJ1994PLC008930

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## ANNEXURE

PURSUANT TO REGULATION 36 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED / RE-APPOINTED IS FURNISHED BELOW:

Name of Directors	Mr. Sudhir Kumar Bhatnagar
DIN	08251736
Date of Birth	24.11.1955
Expertise / Experience in specific functional areas	Sales & Marketing
Qualification	Graduation
No. & % of Equity Shares held	77000
List of outside Company's Directorship held	NIL
Chairman / Member of the Committees of the Board Directors of other Companies in which he is director	NIL
Relationship between directors inter-se	No relations with any Director

# INANI MARBLES & INDUSTRIES LIMITED

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## 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 : L14101RJ1994PLC008930

Name of company: INANI MARBLES & INDUSTRIES LIMITED

Registered office :Araji No. 1312 Udaipur-Bhilwara Highway,  
Near Mataji Ki Pandoli Chittorgarh (Rajasthan)-312001

Name of the member (s):

Registered address :  
E-mail Id :  
Folio No/ Client Id :  
DP ID :

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 :.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General meeting of the company, to be held on the Saturday, 25<sup>th</sup> February, 2023 at ARAJI No. 1312, Udaipur-Bhilwara highway, Near Mataji Ki Pandoli, Chittorgarh (Rajasthan)-312001 at 03.00 P.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Resolution	
1.	To Change in designation of Mr. Sudhir Kumar Bhatnagar (DIN 08251736)
2.	Material Related Party Transaction with Atlas Marble and Granite Tr.

Signed this..... day of..... 2023

Signature of shareholder

Please affix  
Revenue  
Stamp

Signature of Proxy holder(s)

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.

# **INANI MARBLES & INDUSTRIES LIMITED**

Regd. Office : Araj No. 1312, Udaipur- Bhilwara Highway , Near Mataji Ki Pandoli , Chittorgarh (Raj.) 312001

Email : [inanimarble@gamil.com](mailto:inanimarble@gamil.com) CIN No. L14101RJ1994PLC008930

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## **ATTENDANCE SLIP**

### **EXTRAORDINARY GENERAL MEETING ON 25<sup>th</sup> DAY FEBRUARY, 2023**

R.F. No./DPID \_\_\_\_\_

Mr./Mrs./Miss \_\_\_\_\_

(Shareholders' name in block letters)

I/We certify that I/We am/are registered shareholder / proxy for the registered shareholder of the company.

I/We hereby record my/our presence at the Extra Ordinary General meeting of the company on Saturday, 25<sup>th</sup> February, 2023 at ARAJI No. 1312, Udaipur-Bhilwara Highway near Mataji Ki Pandoli, Chittorgarh (Rajasthan)-312001 at 03.00 P.M.

(If signed by proxy, his name should be  
Written in block letters)

(Shareholders/proxy's Signature) \_\_\_\_\_

Note:

1. Shareholders / proxy holders are requested to bring the attendance Slips with them when they come to the meeting and hand over them at the entrance after affixing their signatures on them.
2. If it is intended to appoint a proxy, the form of proxy should be completed and deposited at the Registered Office of the Company at least 48 hours before the Meeting.

# INANI MARBLES & INDUSTRIES LIMITED

Regd. Office : Araji No. 1312, Udaipur- Bhilwara Highway , Near Mataji Ki Pandoli , Chittorgarh (Raj.) 312001

Email : [inanimarble@gmail.com](mailto:inanimarble@gmail.com) CIN No. L14101RJ1994PLC008930

## ROUTE MAP TO THE EGM VENUE

Venue : Araji No. 1312 Udaipur –Bhilwara Highway Near Mataji Ki Pandoli Chittorgarh (Raj.) 312001

