



Ref: MIFL/BSE/EOGM NOTICE/JUNE-2023

Date: 19th June, 2023

To,
Department of Corporate Services,
BSE Ltd.,
Ground Floor, P.J Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Ref: Mangalam Industrial Finance Ltd (Scrip Code: BSE 537800).

Sub: Notice of Extra-Ordinary General Meeting through Electronic Voting.

Dear Sir/Madam,

We wish to inform you that the Extra-Ordinary General Meeting of the Members of the Company will be held on Thursday, 13th July, 2023 at 01.00 p.m. through Video-Conferencing (VC)/ Other Audio Visual Means (OAVM).

In terms of Regulation 30 of The SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we hereby enclose a copy of the Extra-Ordinary General Meeting Notice (“Notice”) dated 19th June, 2023 together with the Explanatory Statement thereto, seeking approval for change in name of the Company and to appoint Mrs. Mansi Jayendra Bhatt as Non-Executive Independent Director of the Company.

Further, Members of the company holding shares either in physical form or dematerialized form, as on Thursday, 06th July, 2023 (Cut-off date for eligibility to vote) shall be entitled to vote by electronic means. The schedule of remote e-voting is as under:

Event	Day, Date, Time
Commencement of Remote e-voting	Monday, 10 th July, 2023 at 09.00 a.m.
End of Remote e-voting	Wednesday, 12 th July, 2023 at 05.00 p.m.
Cut-off date for e-voting	Thursday, 06 th July, 2023

The Notice is also available on the website of the Company i.e., www.miflindia.com

Please take above information on record

Thanking You,
For Mangalam Industrial Finance Ltd
REVURU VENKATA
RAMANA

Venkata Ramana Revuru
Managing Director
DIN: 02809108

MANGALAM INDUSTRIAL FINANCE LTD.

Reg. Office: Old Nimta Road, Nandan
Nagar, Belghoria, Kolkata, West Bengal
700 083 India
Corporate Office: HALL NO-1, M R ICON,
NEXT TO MILESTONE VASNA BHAYLI
ROAD, VADODARA 391410 Gujarat India

Mobile No: +91 7203948909
Website : www.miflindia.com
E-mail : compliance@miflindia.com
CIN : L65993WB1983PLC035815

MANGALAM INDUSTRIAL FINANCE LIMITED

Corporate Identification Number (CIN): L65993WB1983PLC035815;
Registered Office: Old Nimta Road, Nandan Nagar, Belghoria, Kolkata, West Bengal 700 083 India
Corporate office: Hall No-1, M R Icon, Next to Milestone Vasna Bhayli Road, Vadodara 391 410, Gujarat, India
Contact Details: +91 7203948909
Website: www.miflindia.com
Email Address: compliance@miflindia.com

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the Extra-Ordinary General Meeting (“EOGM”) of the Shareholders of Mangalam Industrial Finance Limited (“Company”) will be held on Thursday, 13th July, 2023 at 01:00 P.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) facility to transact the following businesses: -

SPECIAL BUSINESSES:

ITEM NO. 1 - CHANGE IN NAME OF THE COMPANY FROM ‘MANGALAM INDUSTRIAL FINANCE LIMITED’ TO ‘INCRD CREDIT SERVICES LIMITED’ AND CONSEQUENTIAL ALTERATION TO MOA AND AOA OF THE COMPANY:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 4, 5, 13, 14, 15 and all other applicable provisions of The Companies Act, 2013 (‘Act’) read with applicable Rules framed thereunder, Regulation 45 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘Listing Regulations’) and applicable statutory provisions (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and enabling provisions of the Memorandum and Articles of Association of the Company and subject to the approval or permission of the Registrar of Companies, Kolkata, Ministry of Corporate Affairs, Central Government and/or any other regulatory or statutory authorities, as may be required, consent of the members of the Company be and is hereby accorded for changing the name of the Company from “**Mangalam Industrial Finance Limited**” to “**Incred Credit Services Limited**” as made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs.

RESOLVED FURTHER THAT Clause I of the Memorandum of Association of the Company be altered as under:

“The Name of the Company is **Incred Credit Services Limited.**”

RESOLVED FURTHER THAT in terms of Section 14 of The Companies Act 2013, the Articles of Association of the Company is altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.

RESOLVED FURTHER THAT upon receipt of fresh Certificate of Incorporation or relevant document consequent upon change of name, the old name, i.e. “**Mangalam Industrial Finance Limited**” be substituted with the new name, i.e. “**Incred Credit Services Limited**” in the Memorandum and Articles of Association of the Company and be deemed substituted in all other relevant documents including agreements, deeds, documents, contracts wherein the Company is a party or interested, common seal and at all other places wherever appearing.

RESOLVED FURTHER THAT any Director and the Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds and actions as it may, in its absolute discretion, consider necessary, expedient, usual, proper or incidental for giving effect to this Resolution, and to settle questions, remove any difficulty or doubt that may arise from time to time and to take such actions or give such directions as may be

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necessary or desirable and to obtain any approvals, permissions or sanctions which may be necessary or desirable, as it may think fit.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors or to any Director or Directors or Company Secretary or any officer(s) or employees of the company or any other person as it may consider appropriate to give effect to this resolution.”

ITEM NO. 2: TO APPOINT MRS. MANSI JAYENDRA BHATT (DIN: 10177722) AS NON-EXECUTIVE INDEPENDENT DIRECTOR.

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

“**RESOLVED THAT** pursuant to Sections 149, 150, 152 and other applicable provisions, if any, of The Companies Act, 2013 and various Regulations of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Rules framed there under, read with Schedule IV to The Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) **Mrs. Mansi Jayendra Bhatt (DIN: 10177722)**, who was appointed as an Additional Non-Executive Independent Director on **25th May, 2023**, whose term of office expires at the ensuing Shareholders Meeting and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of The Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as an Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years with effect from **13th July, 2023 to 12th July, 2028** of the Company.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and is hereby authorized severally to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company.”

For & On Behalf of the Board
Mangalam Industrial Finance Limited

SD/-

Venkata Ramana Revuru
Managing Director
DIN: 02809108

Old Nimta Road, Nandan Nagar, Belghoria Kolkata, West Bengal 700 083
CIN: L65993WB1983PLC035815
Email: compliance@miflindia.com
Corporate Office: Hall No-1, M R Icon, Next To Milestone Vasna Bhayli Road,
Vadodara, Gujarat 391410
Place: Vadodara
Date: 19th June, 2023

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NOTES:

- 1) The Explanatory Statement pursuant to Section 102(1) of The Companies Act, 2013 read with Section 100 of the Companies Act, 2013 ("Act") together with the rules made thereunder relating to the businesses to be transacted at the EOGM is annexed thereto. The brief details of the persons seeking appointment/re-appointment as Directors as required under Regulation 36(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the ICSI, is also annexed to this Notice.
- 2) In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has, vide its General Circulars no. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 and 20/2021 dated December 08, 2021, and 3/2022 dated 5th May 2022 and 11/2022 dated 28th December, 2022 (collectively referred to as "MCA Circulars") and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, vide circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circulars") permitted holding of the EOGM through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without the physical presence of the shareholders at a common venue. Accordingly, the EOGM of the Company is being held through VC/OAVM. Instructions for attending the meeting through VC/OAVM and remote e-voting are prescribed in the Notice.
- 3) Since the EOGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
- 4) In line with the various MCA Circulars and SEBI Circulars, Notice of the EOGM is being sent only through electronic mode to those shareholders whose email addresses are registered with the Company/ Depositories ("DP") and whose names appears in the Register of Members as on **09th June, 2023**. Shareholders may note that the Notice of EOGM (along with explanatory statement) will also be available on the Company's website www.miflindia.com, website of BSE Limited (www.bseindia.com).
- 5) Pursuant to the provisions of The Companies Act, 2013, a shareholder entitled to attend and vote at the EOGM is also entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a shareholder of the Company. Since this EOGM is being held pursuant to the aforesaid MCA Circulars and SEBI Circulars through VC/OAVM, physical attendance of shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the shareholders will not be available for the EOGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 6) Shareholders attending the EOGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of The Companies Act, 2013. Shareholders can attend and participate in the EOGM through VC/OAVM only.
- 7) Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI, 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 the EOGM through VC / OAVM on their behalf and to vote

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through remote e-Voting. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to cs poojagala@gmail.com with a copy marked to evoting@nsdl.co.in .

- 8) The proceedings of the EOGM shall be deemed to be conducted at the Corporate Office of the Company at Hall No-1, M R Icon, Next To Milestone Vasna Bhayli Road, Vadodara 391410, which shall be the deemed venue of the EOGM.
- 9) The Company hereby requests all its shareholders to register their e-mail IDs if not yet registered, to promote green initiative and to enable the Company to provide all communications to the shareholders through e-mail.
Shareholders holding shares in physical form are requested to intimate their e-mail address to the Company's Registrar and Share Transfer Agent, **Purva Sharegistry India Private Limited** or update details on Share Transfer Agent website <https://www.purvashare.com/email-and-phone-updation/>. Shareholders holding shares in dematerialized form are also requested to contact their respective DP for registering their e-mail IDs.
- 10) Shareholders holding shares in physical form are requested to dematerialize their holding in order to eliminate all risks associated with physical share certificate. Shareholders can contact the Company or its RTA for further assistance. Further, effective from April 1, 2019, requests for effecting transfer of securities shall not be processed unless the securities are held in a dematerialized form with a depository except in case of transmission or transposition of securities as per The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- 11) Shareholders holding shares in physical form, in identical order of names, in more than one folio are requested to send to the RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such shareholders after making requisite changes.
- 12) In case of joint holders, the shareholders 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 at the EOGM.
- 13) Electronic copy of all documents referred to in this Notice of EOGM will be available for inspection by shareholders in electronic mode, Shareholders are requested to write to compliance@miflindia.com for inspection, which shall be made available electronically for inspection to the shareholders.
- 14) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@miflindia.com. The shareholders who do not wish to speak during the EOGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@miflindia.com .These queries will be replied by the Company suitably by email.

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- 15) The Securities and Exchange Board of India (SEBI) vide Circular (SEBI/HO/MIRSD/DOP1/CIR/P/2018/73) dated April 20, 2018 has mandated the submission of Permanent Account Number (PAN) and bank details by every participant in securities market. Shareholders holding shares in electronic form are mandatorily required to submit their PAN and Bank details to their depository participants with whom they are maintaining their demat accounts.
Shareholders holding shares in physical form can submit their PAN and Bank details to the Company/ RTA. Shareholders who have not updated their details are requested to send their PAN and Bank details in terms of the said SEBI circular.
- 16) **Mrs. Pooja Amit Gala**, a Practicing Company Secretary (Membership No. 69393), has been appointed as "Scrutinizer" to scrutinize the e-Voting process and voting at the EOGM in a fair and transparent manner and she has communicated her willingness to be appointed.
- 17) The Scrutinizer shall, immediately after the conclusion of voting at the EOGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the EOGM, a Scrutinizer Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
- 18) The results declared along with the Scrutinizer's Report shall be placed on the website of the Company at www.miflindia.com and on the website of NSDL, immediately after the declaration of result by the Chairman or any person authorized by him in writing. The results shall also be forwarded to the Stock Exchanges where the shares of Company are listed.
- 19) Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of EOGM.
- 20) The Company has been allotted ISIN **INE717C01025** by CDSL and NSDL for dematerialization of the Company's shares. We hereby request all the shareholders to get their shares dematerialized.
- 21) Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EOGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EOGM through VC/OAVM and participate there at and cast their votes through e-voting.
- 22) The Members can join the EOGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EOGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EOGM without restriction on account of first come first served basis.
- 23) The attendance of the Members attending the EOGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of The Companies Act, 2013.

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- 24) Pursuant to the provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of The SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EOGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EOGM will be provided by NSDL.
- 25) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EOGM has been uploaded on the website of the Company at www.miflindia.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EOGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
- 26) EOGM has been convened through VC/OAVM in compliance with applicable provisions of The Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021 and other circular issued by MCA.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING EXTRA ORDINARY GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Monday, 10th July, 2023 at 09:00 A.M. and ends on Wednesday, 12th July, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 06th July, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, 06th July, 2023.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

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Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li data-bbox="675 573 1464 1010">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<li data-bbox="675 1020 1464 1157">2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp<li data-bbox="675 1167 1464 1640">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<li data-bbox="675 1650 1464 1745">4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

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	<p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none">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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.

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Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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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.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022-4886 7000 and 022 – 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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Contact Details: +91 7203948909
Website: www.miflindia.com
Email Address: compliance@miflindia.com

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

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6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) “**Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cspoojagala@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 compliance@miflindia.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to compliance@miflindia.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EOGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EOGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EOGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EOGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EOGM. However, they will not be eligible to vote at the EOGM.

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4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EOGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EOGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EOGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@miflindia.com. The same will be replied by the company suitably.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
8. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the EOGM.

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

As required by Section 102 of The Companies Act, 2013, the following explanatory statements sets out all material facts relating to the business mentioned under Item Nos. 1 & 2 of the accompanying notice:

ITEM NO. 1 - CHANGE IN NAME OF THE COMPANY FROM 'MANGALAM INDUSTRIAL FINANCE LIMITED' TO 'INCRED CREDIT SERVICES LIMITED' AND CONSEQUENTIAL ALTERATION TO MOA AND AOA OF THE COMPANY:

The Board of Directors has approved to change the name of the Company from **Mangalam Industrial Finance Limited** to "**Incred Credit Services Limited**" or "**In Credit Capital Services Limited**" or such other name as may approved by the Registrar of Companies or as per prior approval of Reserve Bank of India". The proposed name is available and the status of the same is approved by MCA, subject to necessary approvals from RBI and Shareholders. The Company has applied to Reserve Bank of India for No Objection Certificate for change of name of the Company, and the approval is pending. Since MCA specifies that all approval including shareholders must be completed within 60 days of issue of name availability letter, hence shareholders approval is sought subject to RBI approval.

The present management has taken over the Company in 2021, after receipt of necessary approvals from SEBI & Reserve Bank of India. The present name does not reflect the business activities of the Company, nor does it match with group profile. Hence, it is proposed to change the name of the Company.

The company now proposes to extend the financing to the network of Stockiest/Dealers and retail clients of JOY e-bike with battery powered bicycle & Nano E Scooter; VYOM brand LED TV; air purifiers, water purifiers; hydrogen water cup etc. across India, which can be better financed through our company.

The need for a change in the name of the Company is felt, because present name indicates investment activities for industrial purposes only, whereas now the Company has plans whereby its main focus will be in consumer finance; vehicle finance, etc. The new name will focus on consumer finance; credit finance & investment in capital market or ventures promoted by the promoters of the Company.

As per the provisions of Section 13 of The Companies Act, 2013; approval of the shareholders is required to be accorded for changing the name of the company by way of passing Special Resolution. Hence the resolution is put up for the shareholders' approval.

The Company has complied with Regulation 45(1) of The SEBI (Listing Obligations and Disclosure) Requirements, 2015, to the extent they are applicable. A certificate from a Practicing Chartered Accountant to this effect is annexed herewith as Annexure 1.

Ministry of Corporate Affairs (MCA), Central Registration Centre has approved its availability on 18th May, 2023 to change name of the Company to "**Incred Credit Services Limited**" & this name is valid only for 60 days from the date of approval within which all formalities are required to be compiled. The approval from Reserve Bank of India is awaited. However, all the regulatory approvals may not come within the stipulated time. Hence shareholders'

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approval is being obtained to change name of the company with any other name also as may be acceptable to the regulatory authorities without specific consent of the members.

The Board commends the passing of the special resolution set out at item No. 1 of accompanying notice.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives, in any way, is concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding/ shareholding of their associates as Promoters / Promoter Group in the Company.

ITEM NO. 2: TO APPOINT MRS. MANSI JAYENDRA BHATT (DIN: 10177722) AS NON-EXECUTIVE INDEPENDENT DIRECTOR.

At the Board Meeting of the Company held on **25th May, 2023** the Board had appointed **Mrs. Mansi Jayendra Bhatt** as an additional Non-Executive Independent Woman Director w.e.f. 25th May, 2023 of the Company with immediate effect. In terms of Section 161(1) of The Companies Act, 2013, **Mrs. Mansi Jayendra Bhatt** holds office up to the date of this ensuing General Meeting and is eligible for appointment as Non-Executive Independent Woman Director.

The appointment of **Mrs. Mansi Jayendra Bhatt** shall be effective upon approval by the members in the Meeting. **Mrs. Mansi Jayendra Bhatt** is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director of the Company and has given declaration to the Board that she meets criteria for independence as provided under Section 149(6) of the Act and Regulation 16 (1) (b) of The SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Brief Resume of Mrs. Mansi Jayendra Bhatt

Mansi Bhatt is a dedicated and experienced Chartered Accountant with a wealth of knowledge and expertise in various areas of taxation, auditing, accounting, finance management and compliance. With over a decade of professional experience, she has been serving as the Proprietor at Mansi Bhatt & Associates since April 2011.

Throughout her career, she has served as a Statutory Auditor for various entities, including Co-Operative Societies and Private Limited Companies. In her role as an Income Tax Auditor, she has worked with a diverse range of clients. Throughout her career, she has appeared before Tax Authorities on behalf of clients, providing representation and resolving various tax-related matters. She possesses extensive experience in finalizing and scrutinizing books of accounts and have also been involved in GST compliance and audit. She has also supported clients in preparing project reports and managing their finances effectively.

As part of her commitment to professional development and knowledge sharing, she serves as a faculty member at the Vadodara Branch of The Institute of Chartered Accountants of India (ICAI). She has delivered seminars and workshops on various accounting and auditing topics.

Overall, her diverse expertise in taxation, auditing, and compliance, combined with commitment to professional growth and involvement in extra-curricular activities, enables her to provide valuable insights and solutions to

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clients. She is dedicated to delivering high-quality services and contributing to the success of organizations and individuals in achieving their financial goals.

Additional Information of Directors recommended for appointment/ re-appointment in terms of Regulation 36(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2):

Name of Director	Mrs. Mansi Jayendra Bhatt
Father's Name	Mr. Jayendra Bhatt
Date of Birth	07 th October, 1988
First Appointment on Board	25 th May, 2023
Nature of her expertise in specific functional areas:	Expertise in various areas of taxation, auditing, accounting, finance management and compliance
Years of Experience	12 years
Qualification	Chartered Accountant
Directorship in other companies	I Secure Credit & Capital Services Limited
Name of other public Limited companies , where she is the director	I Secure Credit & Capital Services Limited
Member/chairman of the committee including this listed entity	<p>Mangalam Industrial Finance Limited</p> <ol style="list-style-type: none"> 1. Member in Audit Committee 2. Member in Nomination and Remuneration Committee. 3. Chairperson in Stakeholders Relationship Committee. <p>I Secure Credit & Capital Services Limited</p> <ol style="list-style-type: none"> 1. Member in Audit Committee 2. Chairperson in Nomination and Remuneration Committee. 3. Member in Stakeholders Relationship Committee.
Shareholding in the company as on date of this report (including shareholding as a beneficial Owner)	NIL
Last salary drawn	NIL
Relationship with other directorship and KMP	Not related to any other Director or Key Managerial Personnel of the Company.
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Expertise in various areas of taxation, auditing, accounting, finance management and compliance.

*** Chairmanship and membership of audit committee and stakeholder's relationship committee are considered.**

The Board commends the passing of the special resolution set out at item No. 2 of the accompanying notice.

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None of the Directors or Key Managerial Personnel of the Company and/or their relatives, in any way, is concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding/ shareholding of their associates as Promoters / Promoter Group in the Company.

For & On Behalf of the Board
Mangalam Industrial Finance Limited
SD/-

Venkata Ramana Revuru

Managing Director

DIN: 02809108

Old Nimta Road, Nandan Nagar, Belghoria Kolkata, West Bengal 700 083

CIN: L65993WB1983PLC035815

Email: compliance@miflindia.com

Corporate Office: Hall No-1, M R Icon, Next To Milestone Vasna Bhayli Road,
Vadodara, Gujarat 391410

Place: Vadodara

Date: 19th June, 2023

Annexure 1 to the explanatory statement of EOGM Notice
Certificate from Chartered Accountant pursuant to Regulation 45(1) of SEBI (LODR), Regulations, 2015

To
The Board of Directors of
Mangalam Industrial Finance Limited
Registered Office: Old Nimta Road, Nandan Nagar, Belghoria,
Kolkata, West Bengal 700 083
Corporate office: Hall No-1, M R Icon, Next to Milestone Vasna Bhayli Road,
Vadodara 391 410, Gujarat

I, CA Nishitkumar Shah, Practising Chartered Accountant, have verified the relevant records and documents of Mangalam Industrial Finance Limited (the Company) with respect to the proposed change of name by the Company from **Mangalam Industrial Finance Limited** to **Incred Credit Services Limited** or any other name as may be approved by the Registrar of Companies pursuant to the applicable provisions of The Companies Act 2013 read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time and time and I hereby certify in respect of the proposed change of name of the Company that:

- a. The Company has not changed its name since its incorporation in the year 1983. This is in compliance with the Regulation which requires a time period of at least one year from the last change of name.
- b. At least fifty percent of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name. - NA
- c. The Company has compliance with conditions provided in clause 45 (1) (c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time and time.

The amount invested in the new activity/project is at least fifty percent of the assets of the listed entity: **The Company has invested in the new activity/ project to the extent of at least more than 50% of the assets of the Company as per detail given follow;**

Assets	Audited as on 31-03-2023 (Rs. In Lakhs)	Percentage of total Assets (%)	Audited as on 31- 03-2023	Percentage of total Assets (%)
(A) Total Assets:			(B) 50 % of Assets invested in New Activity:	
Fixed Assets;	19.06	0.67	NA	NA
Loans	1,594.83	55.65	NA	NA
Work-in-progress/ Inventories	0.00	0.00	NA	NA
Investments	0.00	0.00	NA	NA

Other Receivables	3.05	0.10	NA	NA
Cash & Cash equivalents	1229.99	42.92	NA	NA
Current Tax Asset	10.46	0.37	NA	NA
Deferred Tax Asset	4.23	0.15	NA	NA
Other Non- Financial Assets	4.08	0.14	NA	NA
Total	2865.71	100.00		

Note : The Company has decided to enter into the business of customer finance in addition to its existing activity.

This certificate is issued at the special request of the BSE Limited & Company for the purpose of proposed change of name of the Company.

For, V N U & Associates

Chartered Accountants

FRN: 139833W

Sd/-

CA Nishitkumar Shah

Partner

UDIN: 23197626BHAKGK9842

Place: Vadodara

Date: 19.06.2023