

NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the 17th (Seventeenth) Annual General Meeting ("AGM") of the members of the **Magick Woods Exports Private Limited ("MWEPL")** will be held on Monday, September 26th, 2022, at 11:00 (IST) at the Registered Office of the Company situated at A-8, Industrial Complex, Maraimalai Nagar, Kancheepuram Dist.- 603209, Tamilnadu, India.

ORDINARY BUSINESS

Item No. 1 Adoption of Audited Financial Statements

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the year ended 31st March 2022, together with the Reports of Board of Directors and Auditors thereon.

Item No. 2: To consider the re-appointment of Statutory Auditors.

To consider re-appointment of **M/s. M Kuppuswamy PSG & Co. LLP** (FRN: 001616S) as Statutory Auditors of the Company and to fix their remuneration and if thought fit, to pass the following resolution,:

"**RESOLVED THAT** pursuant to the provision of Section 139 and all other applicable provisions of the Companies Act 2013 read with rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the company hereby appoints M/s M Kuppuswamy PSG & Co. LLP (FRN: 001616S) as Statutory Auditors of the Company for a period of four years starting from financial year 2022-23 and that shall hold office from the conclusion of this Annual General Meeting of the company until the conclusion of 21st Annual General Meeting i.e. for the financial year 2025-26 on such remuneration and terms and conditions as set out in the explanatory statement to this notice.

SPECIAL BUSINESS

Item No. 3 Regularization of Additional Director Mr. Sanakr B (DIN: 01099115) as director of the Company.

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

"**RESOLVED THAT** Mr. Sanakr B (DIN: 01099115), who was appointed as an Additional Director with effect from 25th March 2022 by the Board of Directors of the Company in terms of Section 161 of the Companies Act 2013 and who holds office up to the date of this Annual General Meeting, is eligible for appointment and has consented to act as Director of the Company, be and is hereby appointed as a Director of the Company."

Registered Office:

A-8, Industrial Complex
Maraimalai Nagar, Kancheepuram District,
TN- 603209

Place: Chennai

Date: 26.08.2022

By order of the Board of Directors
For **MAGICK WOODS EXPORTS PRIVATE LIMITED**



Poonam
Poonam Dhanuka
Company Secretary
(Membership No. A43131)

NOTES:

1. Pursuant to the provisions of the Act, a member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
2. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Corporate members/Institutional shareholders (that is other than individuals, HUF, Trust, NRI, etc.) intending to send their authorized representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the board resolution/Power of Attorney/Authority letter etc. together with the respective specimen signature of those representative(s) authorized under the said resolution by sending an email at poonamd@magickwoods.com with a copy marked to compliance@magickwoods.com to attend the AGM on their behalf at the meeting.
4. The Register of Directors and their shareholding, maintained u/s 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which Directors are interested maintained u/s 189 of the Companies Act, 2013 and all other documents referred to in the notice and explanatory statement, will be available for inspection by the members of the Company at Registered office of the Company during business hours 9:00 A.M. to 06:00 P.M. (except Saturday and Sunday) up to the date of Annual General Meeting and will also be available during the Annual General Meeting.
5. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
6. The route map showing directions to reach the venue of the Sixteenth Annual General Meeting is annexed.
7. Members may send their queries, if any, on the financial statements/operations of the Company at poonamd@magickwoods.com, at least 7 days before the meeting, so that the information can be compiled in advance.



8. Notice of the AGM is being sent by electronic mode to those Members whose email addresses are registered with the Company, unless any Member has requested for a physical copy of the same. For Members who have not registered their email addresses, physical copies are being sent by the permitted mode.
9. Members/proxies attending the meeting are requested to bring their duly filled attendance slip sent along with the notice of Annual General Meeting at the meeting.

Explanatory Statement as required under Section 102 of the Companies Act, 2013:

ITEM No. 2

In accordance with the provisions of Section 139(1) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 ('the Act'), M/s M Kuppuswamy PSG & Co. LLP (FRN: 001616S), were appointed as the Statutory Auditors of the Company at the 11th Annual General Meeting ('AGM') held on 20th June, 2016 for a term of 5 years i.e. to hold office up to the AGM for the financial year 2020-21 and thereafter we have appointed the said firm for further (1) year at the 16th Annual General Meeting held on 29th November 2022.

pursuant to the provision of Section 139 and all other applicable provisions of the Companies Act 2013 read with rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force, M/s M Kuppuswamy PSG & Co. LLP (FRN: 001616S), are eligible for re-appointment for a term of further period of 4 (four) years.

Terms and Conditions of Re-appointment are as under:

- Term of Appointment: 4 years from the conclusion of this AGM till the conclusion of AGM for FY 2025-26.
- Proposed Fees: Fixed Remuneration will be decided by the management in consultation with the Auditors plus applicable taxes and other out-of-pocket expenses incurred by them in connection with the statutory audit of the Company.

Credentials:

M/s M Kuppuswamy PSG & Co. LLP (FRN: 001616S), is an old and well-established Chartered Accountancy firm, having been setup in the year 1967. The firm is head-quartered in Chennai



and has branches in Vellore and New Jersey, with its operations adequately supported by qualified professionals and staff. Apart from statutory audit for Corporates and Banks, the firm also has expertise in other allied areas. The firm has been statutory auditors of large, listed companies to cross section of industries and carries a good professional track-record.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise in the resolution at Item No. 2 of this Notice.

ITEM No. 3

Pursuant to provisions of Section 161(1) of the Act, Mr. Sankar B was appointed as an additional director at the meeting of Board of Directors held on 25th March 2022 and shall hold office up to the date of this Annual General Meeting ("AGM") and are eligible to be appointed as Director.

As mandated in SS-2- Secretarial Standard on General meetings, the details of director proposed for appointment, is provided below:

Age: 54 years

Date of Birth: 30th July 1968

Qualification: CA

Experience:

Mr. Sankar B is a focused leader with 25+ years of proven track record, who can focus, formulate, and execute solutions to complex challenges, with an innate ability to efficiently develop clear strategies, and getting things done.

Terms and conditions of appointment or re-appointment along with the details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable- Not Applicable

Date of first appointment on the Board: 25th March 2022

Shareholding in the Company: 9249 Equity Shares of Rs. 10 Each

Relationship with other Directors, managers, and other key Managerial personnel of the Company:

Unrelated party

Number of Board Meetings attended during financial Year 2021-22- Nil

Other Directorships, Membership/Chairmanship of committees of other Boards- Nil



The Board recommends the said special business in item No. 3 of the Notice for the approval of the Members:

Mr. Sankar B is concerned or interested in the resolution relating to his own appointment. None of other directors and key managerial personnel of the Company and their respective relatives are, in any way, concerned or interested, in the Resolution set out at item No. 3 of the Notice.

All the related documents are available for inspection and such documents shall be made available for inspection in physical or in electronic form during specified business hours at the registered office of the Company and copies thereof shall also be made available for inspection in physical or electronic form at the registered office and at the meeting.

By order of the Board of Directors
For ~~MAGICK WOODS~~ EXPORTS PRIVATE LIMITED



Poonam

Poonam Dhanuka
Company Secretary
(Membership No.: A43131)

Place: Chennai
Date: 26.08.2022

ROUTE MAP TO THE VENUE OF 17th ANNUAL GENERAL MEETING OF MAGICK WOODS EXPORTS PRIVATE LIMITED SCHEDULED TO BE HELD AT 11:00 AM ON MONDAY THE 26TH DAY OF SEPTEMBER 2022

VENUE: A-8, INDUSTRIAL COMPLEX, MARAIMALAI NAGAR, KANCHEEPURAM – 603 209.

