

MAHARASHTRA CORPORATION LIMITED

CIN: L71100MH1982PLC028750

Registered Office: 907/908, Dev Plaza, S.V. Road, Andheri (West), Mumbai – 400058.

Tel. No.: 022-6742815 E-mail: mcl@visagar.com Website: www.mahacorp.in

ADDENDUM TO THE ORIGINAL NOTICE OF AGM DATED 10TH AUGUST, 2017

NOTICE is hereby given that Item No. 3 to be transacted in the original notice dated 10th August, 2017 shall be replaced by the following Ordinary Resolution in the 35th Annual General Meeting of the Members of **M/s. Maharashtra Corporation Limited** to be held on Saturday, **30th September 2017** at 11.30 a.m. at 1008/1009, Gold Crest Centre, L T Road, Borivali West, Mumbai – 400 092, India to transact the following business:

ORDINARY BUSINESS

Item No. 3

To appoint Statutory Auditors and fix their remuneration and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 139, Section 142, and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, M/s. S C Mehra & Associates (Firm Registration No. 106156W) be appointed as Statutory Auditors of the Company, to hold office from the conclusion of the 35th AGM, (i.e. this AGM) of the Company to the conclusion of the 40th AGM, to be held in 2022 (subject to ratification of appointment by the members at every AGM held after this AGM), on a remuneration as may be agreed upon by the Board of Directors and the Auditors.”

Registered Office:

907/908, Dev Plaza, S.V. Road,
Andheri (West), Mumbai – 400058.
Tel: 022- 67424815
Website: www.mahacorp.in

By Order of the Board of Directors
For Maharashtra Corporation Limited

Place: Mumbai

Date: September 7, 2017

Tilokchand Kothari
Chairman & Director
(DIN: 00413627)

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

ITEM NO. 3

In the Board meeting held on 30th May, 2017, the board had proposed to appoint M/s. Sorabh R Agrawal & Co. (Firm Registration No. 144123W) Chartered Accountants to hold office from the conclusion of the 35thAGM (on 30th September, 2017) until the conclusion of the 40th AGM in the year 2022. However, subsequent to the circulation of notice, we received a letter from M/s. Sorabh R Agrawal & Co. stating their ineligibility to be appointed as the Statutory Auditors of the Company, since they are not subject to peer review & they do not hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

In pursuance of the same, and based on the recommendation of the Audit Committee, the Board considered and approved the appointment of M/s. S C Mehra & Associates (FRN 106156W) as the Statutory Auditors, at a remuneration as may be agreed upon by the Board of Directors and the Auditors. They have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI) as required under the provisions of Regulation 33 of the Listing Regulations. The proposal for their appointment has been included in the Notice convening the 35th AGM for obtaining approval of the Members of the Company.

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By Order of the Board of Directors
For Maharashtra Corporation Limited

Tilokchand Kothari
Chairman & Director
(DIN: 00413627)

Note: The above addendum to the Notice & explanatory statement alongwith Notice dated 10.08.2017 of the ensuing 35th AGM is available on the website of the Company (www.mahacorp.in). Further, as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 facility for e-voting is available to the members in respect of the aforesaid resolution on NSDL (our e-voting service provider) website.

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ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall

Folio No. /Client ID:

No. of Shares:

I hereby record my presence at the 35th Annual General Meeting to be held at 1008/1009, Gold Crest Centre, L T Road, Borivali West, Mumbai - 400 092 on Saturday, September 30, 2017 at 11.30 a.m.

Member's/Proxy's Full Name

Member's/Proxy's Signature



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PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member (s):	Folio No./Client Id:
Registered Address:	DP ID:
E-mail Id:	

I/We, being the member (s) ofShares 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 35th Annual General Meeting of the Company, to be held at 1008/1009, Gold Crest Centre, L T Road, Borivali- West, Mumbai - 400 092 on Saturday September 30, 2017 at 11:30 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business	Special Business
1) Adoption of financial statements for the year ended as at March 31, 3017 and Reports of Directors' and Auditors' thereon. 2) Re-appointment of Mr. Tilokchand Kothari (DIN: 00413627), who retires by rotation. 3) # Appointment of M/s. S C Mehra & Associates Chartered Accountants as statutory auditors and fixing their remuneration.	4) Regularization of the appointment of Mr. Sanjay Choubisa as Director of the Company.

As per the "Addendum to the Original AGM Notice dated 10.08.2017"

Signed this day of, 2017

.....
Signature of Shareholder

.....
Signature of Proxyholder (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.