

Macro International limited

REGISTERED OFFICE: 24/147, Ground Floor, Plaza Kalpana, Birhana Road, Kanpur -208001CORP.OFFICE:
304, 3rd Floor Babukhan Estate, Basheerbagh, Hyderabad Telangana 500001
Website: www.miel.co.in, email: meil100@rediffmail.com
Tel.: 6302730973: CIN: L74120UP1993PLC015605, SCRIP CODE: 512600,
SECURITY ID: MACINTR

27th December, 2023

To,
The Manager (Department of Corporate Affairs)
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai- 400001

Ref: SCRIP CODE: 512600 SECURITY ID: MACINTR

Subject: Postal Ballot Notice as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we submit herewith the Notice of Postal Ballot ("Notice") dated 20th December 2023 for seeking approval of Members of the Company for (i) To Increase Authorized Share Capital and consequent Alteration of Memorandum of Association of the Company; and (ii) To approve the issue of equity shares on preferential basis; (iii) For Approval of Change in name of the Company from "MACRO INTERNATIONAL LIMITED to ASTAL LABORATORIES LIMITED" and consequential alteration to MOA and AOA of the Company.

In conformity with the present regulatory requirements, the Notice along with the Explanatory Statement (including instructions for e-voting), is being sent to all the Members, whose names appear in the Register of Members or list of Beneficial Owners, as received from the depositories, and whose email Ids are registered with the Company/ Depositories as on Friday, 22nd December 2023 ("Cut-off date"). Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses as per the instructions given in the enclosed Notice. The Notice is also available on the website of the Company at <https://miel.co.in> and on the website of CDSL at www.evotingindia.com.



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The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide remote e-Voting facility to its members. The remote e-Voting period commences from 09:00 a.m. (IST) on Friday, 29th December 2023 and ends at 05:00 p.m. (IST) on Saturday, 27th January 2024.

The Result of the remote e-Voting shall be declared on or before Monday, 29th January 2024.

We request you to take the above information on record.

Thanking You,
Yours faithfully

For Macro International Limited

Mahendra

Mahendra Kumar
(Company Secretary & Compliance Officer)
Membership. No.: ACS71224





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In view of prevailing MCA Circulars on Postal Ballot process, the voting on the resolution covered in the Notice will take place through e-voting only and no physical ballots will be collected. Please refer to detailed instructions for e-voting explained in the Notice.

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 read with Section 108 of the Companies Act, 2013, Rules 20 & 22 of Companies (Management and Administration) Rules, 2014 and the Circulars issued by the Ministry of Corporate Affairs, Government of India]

To
The Members,
Macro International Limited

Notice is hereby given that pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") including any statutory modification(s) or re-enactment thereof for the time being in force and other applicable provisions, if any, of the Act and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules") as amended from time to time read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 and the General Circular No. 20/2021 dated 08th December, 2021 General Circular no.3/2022 dated 5th May, 2022, General Circular no.11/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs (herein after referred to as "MCA Circulars") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Resolutions as set out in this notice:

1. To Increase Authorized Share Capital and consequent Alteration of Memorandum of Association of the Company;
2. To approve the issue of equity shares on preferential basis;
3. For Approval of Change in name of the Company from "MACRO INTERNATIONAL LIMITED to ASTAL LABORATORIES LIMITED" and consequential alteration to MOA and AOA of the Company;

are proposed for consideration by members of **Macro International Limited** ("the Company") for passing by means of Postal Ballot through voting by electronic means only ("**remote e-voting**").

Members are requested to read the instruction in the notes under the section "**Instruction for Voting through Electronic Means**".

The communication of the assent or dissent of the members would only take place through the remote e-voting system.

In compliance with MCA Circulars, this postal ballot notice dated Wednesday, 27th December 2023 ("**Postal Ballot Notice/Notice**") is being sent only through electronic mode to those members whose e-mail addresses are registered with the Registrar and Share Transfer agent of the Company ("**RTA**")/ Depository Participant. If a member's e-mail address is not registered with the RTA/ Depository Participant, then please follow the process provided in the notes to register the e-mail addresses.

An explanatory statement pursuant to Section 102 of the Act and other applicable provisions of the Act ("**Explanatory Statement**"), pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company vide resolution dated 20th December, 2023 has appointed M/s. Mahendra Khandelwal & Company, Practicing Company Secretary (Membership No.: 6266) as the scrutinizer ("**Scrutinizer**") for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner.

The Company has availed electronic voting platform of Central Depository Services (India) Limited ("**CDSL**"), for facilitating remote e-voting.

The remote e-voting period commences at 09:00 a.m. (IST) on Friday, 29th December, 2023 and will end at 5:00 p.m. (IST) on Saturday, 27th January, 2024, when the remote e-voting will be blocked and voting shall not be allowed beyond the said time. Upon completion of the process, the Scrutinizer will submit his report to the Chairman or any other person authorised by the Chairman. The results of the Postal Ballot would be announced on or before 05:00p.m. (IST), Monday, 29th January, 2024.

The declared result, along with the Scrutinizer's report, will be available forthwith on the Company's website <https://miel.co.in> and will also be forwarded to BSE Limited where the Company's shares are listed. CDSL which has been engaged by the Company for facilitating e-voting will also display the result on its website www.evotingindia.com.

SPECIAL BUSINESS:

Item No. 1:

Increase in Authorized Share Capital and consequent Alteration of Memorandum of Association of the Company

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Sections 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder (including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from the existing Authorised Share Capital of ₹10,00,00,000/- (Rupees Ten Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of ₹10/- (Rupees Ten) each to ₹20,00,00,000/- (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of ₹10/- (Rupees Ten) each.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 13, 61 and 64 of the Companies Act, 2013, the existing Clause V of the Memorandum of Association of the Company, relating to the Share Capital be and is hereby altered by deleting the same and substituting in its place and stead, the following new Clause V:

‘V. The Authorised Share Capital of the Company is ₹20,00,00,000/- (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of ₹10/- (Rupees Ten only) each.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such steps and actions for the purpose of making all such filings and registrations as may be required in relation to the aforesaid amendment to the Memorandum of Association and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.”

Item No. 2:

Issue of Equity Shares to Non-Promoters on Preferential basis.

To consider and, if thought fit, to pass the following resolution as **Special Resolution:**

RESOLVED THAT pursuant to provisions of Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (“**SEBI (ICDR) Regulations, 2018**”), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended (“**Takeover Regulations**”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India (“**SEBI**”), Reserve Bank of India (“**RBI**”), the Ministry of Corporate Affairs, the respective stock exchanges where the equity shares of the Company are listed (“**Stock Exchanges**”), and or any other competent regulatory authority and in accordance with the uniform listing agreements entered into with the Stock Exchanges and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchanges and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (hereinafter referred to as “**the Board**” which expression shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution) and subject to such terms, conditions and modifications as the Board may in its discretion impose or agree to, the Board be and is hereby authorized to create, issue, offer and allot by way of Preferential Allotment, up to 49,16,000 (Forty Nine Lakhs Sixteen Thousand Only) Equity Shares of Face Value of Rs. 10/- (Rupee Ten only) each at a premium of Rs. 20/- each aggregating to Rs. 14,74,80,000 (Fourteen Crores Seventy-Four Lakhs Eighty Thousand Only)- to Non-Promoters, on preferential allotment basis in compliance with Chapter V of SEBI (ICDR) Regulations, 2018 and subsequent amendments thereto & on such terms and conditions and in such manner as the Board may in its absolute discretion deem fit, to the following persons/entities as mentioned below:

Sr. No.	Name Of Proposed Allottees	No. Of Equity Shares Proposed To Be Allotted	Category	Name Of The Ultimate Beneficial Owner
1.	Meduri Satyavani	350000	Non-Promoter	Meduri Satyavani
2.	Lekhya Entertainment Private Limited	300000	Non-Promoter	i. Swapna Kantheti ii. Sujani Kantheti
3.	Kamalakar Rao Yechuri	250000	Non-Promoter	Kamalakar Rao Yechuri
4.	Venkata Padmavathi Yechuri	250000	Non-Promoter	Venkata Padmavathi Yechuri
5.	Ramamurthy Venkata Bhaskara Yadavalli	150000	Non-Promoter	Ramamurthy Venkata Bhaskara Yadavalli
6.	Radha Krishna Doradla	150000	Non-Promoter	Radha Krishna Doradla
7.	Narayana Marthi Venkata Lakshmi	110000	Non-Promoter	Narayana Marthi Venkata Lakshmi
8.	Emily Bosco Menezes	100000	Non-Promoter	Emily Bosco Menezes
9.	Bosco Armando Menezes	100000	Non-Promoter	Bosco Armando Menezes
10.	Suresh Babu Sannareddy	100000	Non-Promoter	Suresh Babu Sannareddy
11.	Mallikarjun Gada	100000	Non-Promoter	Mallikarjun Gada
12.	Gayathri Radhakrishnan	100000	Non-Promoter	Gayathri Radhakrishnan
13.	Ramaswamy Anand	100000	Non-Promoter	Ramaswamy Anand
14.	Jnv Suresh Kumar	100000	Non-Promoter	Jnv Suresh Kumar
15.	Goondla Jyothi	100000	Non-Promoter	Goondla Jyothi
16.	Lenus Finvest Private Limited	100000	Non-Promoter	i. Siddhant Laxmikant Kabra ii. Lalita Laxmikant Kabra
17.	Hari Kishan Bhonagari	100000	Non-Promoter	Hari Kishan Bhonagari
18.	Meda Venkata Badari Narayana	100000	Non-Promoter	Meda Venkata Badari Narayana
19.	Vamsi Prasad Kotha	100000	Non-Promoter	Vamsi Prasad Kotha
20.	Ashok Dama	100000	Non-Promoter	Ashok Dama
21.	Smitha Polineni	75000	Non-Promoter	Smitha Polineni
22.	Zulia Zafar	75000	Non-Promoter	Zulia Zafar
23.	Rohan Rajesh	75000	Non-Promoter	Rohan Rajesh

24.	Durgaprasad Yekkalavenkata	55000	Non-Promoter	Durgaprasad Yekkalavenkata
25.	Sreechandam Namineni	50000	Non-Promoter	Sreechandam Namineni
26.	Sridevi Popuri	50000	Non-Promoter	Sridevi Popuri
27.	Vithalrao Gourishankar Imdapur	50000	Non-Promoter	Vithalrao Gourishankar Imdapur
28.	Latha Kumar	50000	Non-Promoter	Latha Kumar
29.	Padmavathi Noothalapati	50000	Non-Promoter	Padmavathi Noothalapati
30.	Jonnala Sudhakar	50000	Non-Promoter	Jonnala Sudhakar
31.	Dhanashree Praveen Gramle	50000	Non-Promoter	Dhanashree Praveen Gramle
32.	Suma Latha Pathri	50000	Non-Promoter	Suma Latha Pathri
33.	Chandra Sekhar Patri	50000	Non-Promoter	Chandra Sekhar Patri
34.	Vittal Babu Adusumilli	50000	Non-Promoter	Vittal Babu Adusumilli
35.	Janardhanarao Adusumilli	50000	Non-Promoter	Janardhanarao Adusumilli
36.	Hema Karampudi	50000	Non-Promoter	Hema Karampudi
37.	Lakshmi Devi Kantheti	50000	Non-Promoter	Lakshmi Devi Kantheti
38.	Chandra Shekhar Boddapati	50000	Non-Promoter	Chandra Shekhar Boddapati
39.	Sai Harsha Vardhan Gupta Somisetty	50000	Non-Promoter	Sai Harsha Vardhan Gupta Somisetty
40.	Rayanki Chandrasekhara Naidu	50000	Non-Promoter	Rayanki Chandrasekhara Naidu
41.	Puvvadi Sarath Babu	50000	Non-Promoter	Puvvadi Sarath Babu
42.	Rama Devi Desireddy	50000	Non-Promoter	Rama Devi Desireddy
43.	Madhusudhan Rao Sura	50000	Non-Promoter	Madhusudhan Rao Sura
44.	Padmakar Gowrishetty	50000	Non-Promoter	Padmakar Gowrishetty
45.	Usha Lakshmi Yadavalli	50000	Non-Promoter	Usha Lakshmi Yadavalli
46.	Ramesh Babu Kotha	50000	Non-Promoter	Ramesh Babu Kotha
47.	Veera Prasanna Anjaneyulu Somisetty	50000	Non-Promoter	Veera Prasanna Anjaneyulu Somisetty
48.	Sana Ram Babu	50000	Non-Promoter	Sana Ram Babu

49.	Veena Lakshmi Kuchimanchi	40000	Non-Promoter	Veena Lakshmi Kuchimanchi
50.	Venkata Shyama Krishna Kanth Vinnakota	40000	Non-Promoter	Venkata Shyama Krishna Kanth Vinnakota
51.	Indra Kumar Bagri	40000	Non-Promoter	Indra Kumar Bagri
52.	Meera Siddarth Mehta	40000	Non-Promoter	Meera Siddarth Mehta
53.	Devarasetty Sreenivasulu	25000	Non-Promoter	Devarasetty Sreenivasulu
54.	Venkata Kasi Anuradha Yekkala	25000	Non-Promoter	Venkata Kasi Anuradha Yekkala
55.	G Navajyothi	25000	Non-Promoter	G Navajyothi
56.	Nallabantu Lakshmi	25000	Non-Promoter	Nallabantu Lakshmi
57.	Srikanth Sangai	20000	Non-Promoter	Srikanth Sangai
58.	Juturu Saritha	20000	Non-Promoter	Juturu Saritha
59.	Savithri Gaddam	20000	Non-Promoter	Savithri Gaddam
60.	Marty Venkata Krishna Anjaneya Prasad	20000	Non-Promoter	Marty Venkata Krishna Anjaneya Prasad
61.	Vemula Srinivas Shetty	20000	Non-Promoter	Vemula Srinivas Shetty
62.	Lakshmi Naga Malleswari Doradla	20000	Non-Promoter	Lakshmi Naga Malleswari Doradla
63.	Shailaja Polineni	18000	Non-Promoter	Shailaja Polineni
64.	Arvind Ram Prasad Kabra	17000	Non-Promoter	Arvind Ram Prasad Kabra
65.	Saima Kojar	17000	Non-Promoter	Saima Kojar
66.	Sanku Bala Koushik	15000	Non-Promoter	Sanku Bala Koushik
67.	Sanku Durga Sree	15000	Non-Promoter	Sanku Durga Sree
68.	Thota Rajya Lakshmi	12000	Non-Promoter	Thota Rajya Lakshmi
69.	Ahmed Shareef Mohammed	12000	Non-Promoter	Ahmed Shareef Mohammed
70.	Giddaluru Bharathi	10000	Non-Promoter	Giddaluru Bharathi
71.	Konduru Radha	10000	Non-Promoter	Konduru Radha
72.	Vani Chennojwala	10000	Non-Promoter	Vani Chennojwala
73.	Goripally Mamatha	10000	Non-Promoter	Goripally Mamatha

74.	Satyanarayana I	10000	Non-Promoter	Satyanarayana I
75.	Ranganath Samavedam	10000	Non-Promoter	Ranganath Samavedam
76.	Prasuna Samavedam	10000	Non-Promoter	Prasuna Samavedam
77.	Srinivas Samavedam	10000	Non-Promoter	Srinivas Samavedam
78.	Aetukuri Rajitha	10000	Non-Promoter	Aetukuri Rajitha
	Grand Total	4916000		

RESOLVED FURTHER THAT,

- the "Relevant Date" as per Regulation 161 of the SEBI (ICDR) Regulations, 2018 for the determination of issue price of equity shares to be so issued and allotted be fixed as Thursday, 28th December 2023 being the 30th day prior Saturday, 27th January 2023 i.e., the E-voting/ Postal Ballot end date (which is the date of passing the Shareholder's resolution), in terms of the Companies Act, 2013 to consider the proposed preferential issue.
- The Equity Shares as may be offered, issued, and allotted in accordance with the terms of this resolution, shall be in dematerialized form.
- The Equity Shares to be allotted shall rank pari passu in all respects with the existing Equity Shares of the Company, including dividend.
- The Equity Shares shall be issued and allotted by the Company to the Proposed Allottees within a period of 15 days from the date of passing of this special resolution provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission, as the case may be in compliance with Regulation 170 of the SEBI (ICDR) Regulations, 2018.

RESOLVED FURTHER THAT subject to the SEBI (ICDR) Regulations, 2018 and other applicable laws the Board be and is hereby authorised to decide and approve the other terms and conditions of the issue of the above-mentioned Equity Shares and to vary, modify or alter the terms and conditions and size of the issue, as it may deem expedient, without being required to seek any further consent or approval of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modifications in the proposal as may be required by the agencies involved in such issues but subject to such conditions as the Reserve Bank of India (RBI) / Securities and Exchange Board of India (SEBI) and/ or such other appropriate authority may impose at the time of their approval as agreed by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized on behalf of the Company to take all such actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient and to settle any question, difficulties or doubts that may arise in this regard including but not limited to the offering, issue and allotment of Equity Shares of the Company as it may in its absolute discretion deem fit and proper.

RESOLVED FURTHER THAT Mr. Sudheer Karna Kankanala (DIN: 07591466), Whole Time Director of the Company and Mr. Mahendra Kumar, Company Secretary of the Company be and is hereby severally authorized to do all such act (s), deed(s) and things including all forms, documents,

filing with Ministry of Corporate Affairs/ Registrar of Companies, Stock Exchanges, Depositories or any other agency as may be necessary and incidental to give effect to the aforesaid Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Director or Directors or to any Committee of Directors or to any Officer or Officers of the Company to give effect to this resolution including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, consultants, advocates and advisors to give effect to this resolution and further to take all others steps which may be incidental, consequential, relevant or ancillary in this connection.”

Item No. 3:

For Approval of Change in name of the Company from “MACRO INTERNATIONAL LIMITED to ASTAL LABORATORIES LIMITED” and consequential alteration to MOA and AOA of the Company;

To consider and, if thought fit, to pass the following resolution as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of section 4, section 5, section 13 and section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and any other applicable law(s), rule(s), regulation(s), guideline(s), the provisions of the Memorandum and Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to approval of the Registrar of Companies and/ or any other statutory authority (“**the Authority**”) as may be necessary, approval of the members of the Company be and is hereby accorded for change of name of the Company from “**MACRO INTERNATIONAL LIMITED**” to “**ASTAL LABORATORIES LIMITED**”.

RESOLVED FURTHER THAT subject to the approval and upon issuance of fresh certificate of incorporation by the Central Registration Centre, Registrar of Companies and / or any other statutory authority, the name clause being clause I in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

1. The name of the Company is ASTAL LABORATORIES LIMITED.

RESOLVED FURTHER THAT upon issuance of fresh certificate of incorporation by the Authority consequent upon change of name of the Company, the old name “**MACRO INTERNATIONAL LIMITED**” wherever appearing in the Memorandum of Association and Articles of Association of the Company and other documents and places be substituted with the new name as “**ASTAL LABORATORIES LIMITED**” or such other name as may be approved by the Authority.

RESOLVED FURTHER THAT the Directors and the Company Secretary of the Company be and are hereby severally and/ or jointly authorised to sign, execute and file necessary applications, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalise all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to the foregoing resolutions and to further authorise and delegate all or any of the powers conferred herein in any manner as they may deem fit”.

**By Order of the Board
For Macro International Limited**

**Date: 20/12/2023
Place: Hyderabad**

**Sd/-
Mahendra Kumar
(Company Secretary & Compliance officer)
Membership No.: A71224
Regd. Office: 'Plaza Kalpana',
Ground Floor, 24/147,
Birhana Road, Kanpur Up 208001 In**

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the Resolutions in the accompanying Notice, is annexed hereto.

2. In compliance with Sections 110 and 108 of the Act and Rules made thereunder, the Company has provided the facility to the Members to exercise their votes electronically through e-voting facility provided by CDSL. The instructions for Voting through electronic means are annexed to this Notice.

3. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on **Friday, 22nd December 2023 ("Cut-off date")**. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by remote e-voting.

4. The remote e-voting period commences at 09:00 a.m. (IST) on Friday, 29th December, 2023 and will end at 05:00 p.m. (IST) on Saturday, 27th January 2023, when the remote e-voting will be blocked and voting shall not be allowed beyond the said date and time. During this period, members of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date i.e., Friday, 22nd December 2023, may cast their vote electronically. Once the member casts the vote on the Resolution, he or she will not be allowed to change it subsequently.

5. M/s. Mahendra Khandelwal & Co., Practicing Company Secretary (Membership Number: 6266) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and casting vote through the e-voting system in a fair and transparent manner.

6. In conformity with the applicable regulatory requirements, the Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories, on **Friday, 22nd December, 2023** and who have registered their e-mail addresses with the Company or with the Depositories.

7. Those Members whose email IDs are not registered can get their Email ID registered as follows:

- Members holding shares in de-mat form can get their E-mail ID registered by contacting their respective Depository Participant.
- Members holding shares in the physical form can get their E-mail ID registered by contacting our Registrar and Share Transfer Agent Beetal Financial & Computer Services Pvt Ltd. on their email id beetal@beetalfinancial.com or by sending the duly filled in E- communication registration form enclosed with this Notice to our RTA on their email id beetal@beetalfinancial.com.

8. Members may note that this Postal Ballot Notice will also be available on the Company's website at <https://miel.co.in> and website of BSE Limited at www.bseindia.com. The Notice shall also be displayed on website of CDSL at www.evotingindia.com

9. All material documents referred to in the accompanying Notice and the explanatory statement are open for inspection without any fee by the Members at the Registered Office of the Company during business hours on any working day, excluding Saturday, up to closure of remote e-voting on Saturday, 27th January 2024.

10. Resolutions passed by the Shareholders through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders.

11. The Resolutions, if passed by requisite majority, will be deemed to have been passed on the last day of voting i.e. Saturday, January 27, 2024.

INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on 29th December, 2023 at 09:00 a.m. (IST) and ends on 27th January 2024 at 05:00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, 22nd December, 2023** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (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 aforesaid SEBI Circular, Login method for remote e-voting for Individual shareholders holding securities in demat mode with NSDL/CDSL is given below:

Type of shareholders	Login Method
	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

<p>Individual Shareholders holding securities in Demat mode with CDSL Depository</p>	<p>URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi Tab.</p> <ol style="list-style-type: none"> 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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.
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 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: https://eservices.nSDL.com 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 re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp 3) 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. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under

	<p>‘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.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</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.

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 CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for e-Voting and joining virtual meetings 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.
- 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 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:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • 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.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> • 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.

- (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 <Company Name> 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 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.
 - 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.
 - The list of accounts linked in the login should be mailed to 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; meil100@rediffmail.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 & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to 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 or call on 022-23058542/43.

**By Order of the Board
For Macro International Limited**

**Date: 20/12/2023
Place: Hyderabad**

**Sd/-
Mahendra Kumar
(Company Secretary & Compliance officer)
Membership No.: A71224
Regd. Office: 'Plaza Kalpana',
Ground Floor, 24/147,
Birhana Road, Kanpur Up 208001 In**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT
2013 (“THE ACT”)**

Item No. 1: Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company

Considering the overall business growth and future expansion and the operational needs of the Company, the Company needs to raise funds for its operations by means of either equity or further debt. While the Company is considering the various options, it is proposed to increase the Authorised Share Capital as per applicable provisions of the Companies Act, 2013 and its corresponding rules, amendments thereof to consider option of raising equity funds as per the applicable provisions of the Companies Act, 2013 and rules made thereunder and the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations) and Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations), collectively known as SEBI Regulations, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as amended from time to time.

Section 61 of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof, for the time being in force) provides that a limited company having a share capital may, if so authorized by its Articles of Association, with the consent of its members in its general meeting or through Postal ballot, alter the conditions of its Memorandum of Association so as to increase its share capital by such amount as it thinks expedient by issuing new shares.

Articles of Association empowers the Company to increase, consolidate, subdivide, reduce or otherwise alter its Authorised Share Capital, for the time being, and to divide the shares in the capital into several classes with rights, privileges or conditions, as may be determined.

As currently the Company has a very small room in authorised share capital to consider any equity fund raise, It is proposed to increase the Authorised Share Capital of the Company from Rs.10,00,00,000 (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) Equity Shares having face value of Rs.10/- each by addition of 1,00,00,000 (One Crore) Equity Shares having face value of Rs.10/- each to Rs. 20,00,00,000 (Rupees Twenty Crores Only) divided into 20,000,000 (Two Crore) Equity Shares of face value Rs. 10/- each.

Consequently, the existing clause V of the Memorandum of Association of the Company needs to be altered accordingly for deletion of the previous authorised share capital and substitution of the proposed increased Authorised Share Capital.

The above-mentioned increase in the Authorised Share Capital of the Company and subsequent alteration of aforesaid clause of Memorandum of Association will require approval of the Members.

The Board of Directors recommends the resolutions at item no. 1 to be passed as Ordinary Resolution.

It is requested to note that the draft of the Altered Memorandum of Association of the Company shall be open for inspection of the members at the Registered Office of the Company during 11:00 AM (IST) to 5:00 PM (IST) on all working days (Monday – Friday) (i.e., except Saturday(s), Sunday(s) and Public Holidays) from the date of dispatch of the Notice till the last date for voting.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 3 above, except to the extent of their shareholding, if any.

Item No. 2: Issue of Equity Shares to Non-Promoters on Preferential basis.

The Board of the Directors of the Company at its meeting held on 20th December 2023 has given their consent subject to approval of Members by way of Special Resolution to issue 49,16,000 Equity Shares to Non-Promoters on Preferential Allotment basis.

In terms of Section 62(1)(c) read with Sections 42 of the Companies Act, 2013 and rules made thereunder (“Act”), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”) as amended, and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations, the Preferential Issue requires approval of the shareholders of the Company by way of a special resolution.

Accordingly, consent of the members is being sought in terms of Section 42 & 62 of the Companies Act 2013 and Chapter V of the SEBI (ICDR) Regulations, 2018.

The details of the issue and other particulars as required in terms of Regulation 163 of the Chapter V of the SEBI (ICDR) Regulations, 2018, Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and allotment of securities) Rules, 2014 in relation to the above said Special Resolution are given as under.

Sr. No.	Name Of Proposed Allottees	No. Of Equity Shares Proposed To Be Allotted	Category	Name Of The Ultimate Beneficial Owner
1.	Meduri Satyavani	350000	Non-Promoter	Meduri Satyavani
2.	Lekhya Entertainment Private Limited	300000	Non-Promoter	i. Swapna Kantheti ii. Sujani Kantheti
3.	Kamalakar Rao Yechuri	250000	Non-Promoter	Kamalakar Rao Yechuri
4.	Venkata Padmavathi Yechuri	250000	Non-Promoter	Venkata Padmavathi Yechuri
5.	Ramamurthy Venkata Bhaskara Yadavalli	150000	Non-Promoter	Ramamurthy Venkata Bhaskara Yadavalli
6.	Radha Krishna Doradla	150000	Non-Promoter	Radha Krishna Doradla
7.	Narayana Marthi Venkata Lakshmi	110000	Non-Promoter	Narayana Marthi Venkata Lakshmi
8.	Emily Bosco Menezes	100000	Non-Promoter	Emily Bosco Menezes
9.	Bosco Armando Menezes	100000	Non-Promoter	Bosco Armando Menezes
10.	Suresh Babu Sannareddy	100000	Non-Promoter	Suresh Babu Sannareddy
11.	Mallikarjun Gada	100000	Non-Promoter	Mallikarjun Gada
12.	Gayathri Radhakrishnan	100000	Non-Promoter	Gayathri Radhakrishnan

13.	Ramaswamy Anand	100000	Non-Promoter	Ramaswamy Anand
14.	Jnv Suresh Kumar	100000	Non-Promoter	Jnv Suresh Kumar
15.	Goondla Jyothi	100000	Non-Promoter	Goondla Jyothi
16.	Lenus Finvest Private Limited	100000	Non-Promoter	i. Siddhant Laxmikant Kabra ii. Lalita Laxmikant Kabra
17.	Hari Kishan Bhonagari	100000	Non-Promoter	Hari Kishan Bhonagari
18.	Meda Venkata Badari Narayana	100000	Non-Promoter	Meda Venkata Badari Narayana
19.	Vamsi Prasad Kotha	100000	Non-Promoter	Vamsi Prasad Kotha
20.	Ashok Dama	100000	Non-Promoter	Ashok Dama
21.	Smitha Polineni	75000	Non-Promoter	Smitha Polineni
22.	Zulia Zafar	75000	Non-Promoter	Zulia Zafar
23.	Rohan Rajesh	75000	Non-Promoter	Rohan Rajesh
24.	Durgaprasad Yekkalavenkata	55000	Non-Promoter	Durgaprasad Yekkalavenkata
25.	Sreechandam Namineni	50000	Non-Promoter	Sreechandam Namineni
26.	Sridevi Popuri	50000	Non-Promoter	Sridevi Popuri
27.	Vithalrao Gourishankar Imdapur	50000	Non-Promoter	Vithalrao Gourishankar Imdapur
28.	Latha Kumar	50000	Non-Promoter	Latha Kumar
29.	Padmavathi Noothalapati	50000	Non-Promoter	Padmavathi Noothalapati
30.	Jonnala Sudhakar	50000	Non-Promoter	Jonnala Sudhakar
31.	Dhanashree Praveen Gramle	50000	Non-Promoter	Dhanashree Praveen Gramle
32.	Suma Latha Pathri	50000	Non-Promoter	Suma Latha Pathri
33.	Chandra Sekhar Patri	50000	Non-Promoter	Chandra Sekhar Patri
34.	Vittal Babu Adusumilli	50000	Non-Promoter	Vittal Babu Adusumilli
35.	Janardhanarao Adusumilli	50000	Non-Promoter	Janardhanarao Adusumilli
36.	Hema Karampudi	50000	Non-Promoter	Hema Karampudi
37.	Lakshmi Devi Kantheti	50000	Non-Promoter	Lakshmi Devi Kantheti

38.	Chandra Shekhar Boddapati	50000	Non-Promoter	Chandra Shekhar Boddapati
39.	Sai Harsha Vardhan Gupta Somisetty	50000	Non-Promoter	Sai Harsha Vardhan Gupta Somisetty
40.	Rayanki Chandrasekhara Naidu	50000	Non-Promoter	Rayanki Chandrasekhara Naidu
41.	Puvvadi Sarath Babu	50000	Non-Promoter	Puvvadi Sarath Babu
42.	Rama Devi Desireddy	50000	Non-Promoter	Rama Devi Desireddy
43.	Madhusudhan Rao Sura	50000	Non-Promoter	Madhusudhan Rao Sura
44.	Padmakar Gowrishetty	50000	Non-Promoter	Padmakar Gowrishetty
45.	Usha Lakshmi Yadavalli	50000	Non-Promoter	Usha Lakshmi Yadavalli
46.	Ramesh Babu Kotha	50000	Non-Promoter	Ramesh Babu Kotha
47.	Veera Prasanna Anjaneyulu Somisetty	50000	Non-Promoter	Veera Prasanna Anjaneyulu Somisetty
48.	Sana Ram Babu	50000	Non-Promoter	Sana Ram Babu
49.	Veena Lakshmi Kuchimanchi	40000	Non-Promoter	Veena Lakshmi Kuchimanchi
50.	Venkata Shyama Krishna Kanth Vinnakota	40000	Non-Promoter	Venkata Shyama Krishna Kanth Vinnakota
51.	Indra Kumar Bagri	40000	Non-Promoter	Indra Kumar Bagri
52.	Meera Siddarth Mehta	40000	Non-Promoter	Meera Siddarth Mehta
53.	Devarasetty Sreenivasulu	25000	Non-Promoter	Devarasetty Sreenivasulu
54.	Venkata Kasi Anuradha Yekkala	25000	Non-Promoter	Venkata Kasi Anuradha Yekkala
55.	G Navajyothi	25000	Non-Promoter	G Navajyothi
56.	Nallabantu Lakshmi	25000	Non-Promoter	Nallabantu Lakshmi
57.	Srikanth Sangai	20000	Non-Promoter	Srikanth Sangai
58.	Juturu Saritha	20000	Non-Promoter	Juturu Saritha
59.	Savithri Gaddam	20000	Non-Promoter	Savithri Gaddam
60.	Marty Venkata Krishna Anjaneya Prasad	20000	Non-Promoter	Marty Venkata Krishna Anjaneya Prasad
61.	Vemula Srinivas Shetty	20000	Non-Promoter	Vemula Srinivas Shetty

62.	Lakshmi Naga Malleswari Doradla	20000	Non-Promoter	Lakshmi Naga Malleswari Doradla
63.	Shailaja Polineni	18000	Non-Promoter	Shailaja Polineni
64.	Arvind Ram Prasad Kabra	17000	Non-Promoter	Arvind Ram Prasad Kabra
65.	Saima Kojar	17000	Non-Promoter	Saima Kojar
66.	Sanku Bala Koushik	15000	Non-Promoter	Sanku Bala Koushik
67.	Sanku Durga Sree	15000	Non-Promoter	Sanku Durga Sree
68.	Thota Rajya Lakshmi	12000	Non-Promoter	Thota Rajya Lakshmi
69.	Ahmed Shareef Mohammed	12000	Non-Promoter	Ahmed Shareef Mohammed
70.	Giddaluru Bharathi	10000	Non-Promoter	Giddaluru Bharathi
71.	Konduru Radha	10000	Non-Promoter	Konduru Radha
72.	Vani Chennojwala	10000	Non-Promoter	Vani Chennojwala
73.	Goripally Mamatha	10000	Non-Promoter	Goripally Mamatha
74.	Satyanarayana I	10000	Non-Promoter	Satyanarayana I
75.	Ranganath Samavedam	10000	Non-Promoter	Ranganath Samavedam
76.	Prasuna Samavedam	10000	Non-Promoter	Prasuna Samavedam
77.	Srinivas Samavedam	10000	Non-Promoter	Srinivas Samavedam
78.	Aetukuri Rajitha	10000	Non-Promoter	Aetukuri Rajitha
Grand Total		4916000		

1. Objects of the preferential issue

The proposed issue of 49,16,000 Equity Shares to Non-Promoters on Preferential allotment basis is being made with the object of meeting the working capital requirements and general corporate purposes in order to support the future growth plan of the Company.

2. Maximum number of specified securities to be issued and price of the securities:

The resolution set out in the accompanying notice authorizes the Board to issue 49,16,000 Equity Shares of Rs. 10/- each at a price of Rs. 30/- each (including premium of Rs. 20/- each) on preferential basis.

3. Basis on which the price has been arrived at and justification for the price (including premium, if any) and Name and Address of the valuer who performed Valuation:

The Equity Shares of the Company are not frequently traded shares within the meaning of explanation provided in Regulation 164(5) of Chapter V of the SEBI (ICDR) Regulations, 2018 and the pricing of Equity Share is determined in compliance with Regulation 165 and Regulation 166 of Chapter V of SEBI (ICDR) Regulations, 2018. The Valuation of Equity Shares has been done by Vishnu Khandelwal IBBI Registered Valuer – Securities and Financial Assets (IBBI Reg. No. IBBI/RV/06/2020/13029) having its Office at B-4, Model Town, Jagatpura Road, Malviya Nagar, Jaipur Rajasthan-302017. In terms of the applicable provisions of SEBI (ICDR) Regulations, the minimum price at which the Equity Shares shall be issued and allotted is Rs. 30/- each (Face Value Rs. 10/- each + Premium Rs. 20/- each)

4. The valuation report is also placed on the Company's website at <https://miel.co.in>.

Further, Articles of Association of the Company doesn't provide for any method on determination for valuation of shares which results in Minimum price/ Floor Price higher than determined price pursuant to SEBI (ICDR) Regulations.

5. Based on the above and on the Valuation provided by the Independent Registered Valuer, the Board has decided the issue of Equity Shares on preferential basis shall be at as issue price of Rs. 30/- each (Face Value Rs. 10/- each + Premium Rs. 20/- each).

6. Relevant date with reference to which the price has been arrived at:

The "Relevant Date" as per Regulation 161 of the SEBI (ICDR) Regulations, 2018 for the determination of issue price of equity shares to be so issued and allotted be fixed as Thursday, 28th December 2023 being the 30th day prior Saturday, 27th January 2024 i.e., the E-voting/ Postal Ballot end date (which is the date of passing the Shareholder's resolution), in terms of the Companies Act, 2013 to consider the proposed preferential issue

7. The class or classes of persons to whom the allotment is proposed to be made:

The proposed preferential allotment of Equity Shares is made to Individuals, Bodies Corporate belonging to non-promoter category.

8. Intention of promoters, directors or key managerial personnel or senior management of the issuer to subscribe to the offer:

None of the directors, promoters or key managerial personnel or senior management of the Company have shown their intention to subscribe to proposed Preferential Issue of Equity Shares.

9. The change in control if any in the company that would occur consequent to the preferential offer;

The proposed Preferential Allotment of Equity Shares will not result in any change in the management and control of the Company.

10. Time frame within which the preferential allotment shall be completed:

As required under the Regulation 170 of SEBI (ICDR) Regulations 2018, the Company shall complete the allotment of Equity Shares within a period of 15 days from the date of passing of this

Special Resolution by the shareholders in Annual General Meeting, provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission.

11. Shareholding pattern before and after Preferential Issue would be as follows:

Sr. No	Category	Pre-Preferential Issue		Post-Preferential Issue	
		No of shares held	% of share holding	No of shares held	% of share holding
A	Promoters Holding				
1	<u>Indian</u>				
	Individual	0	0	0	0
	Bodies corporate	1959307	39.79	1959307	19.91
	Sub-total	0	0	0	0
2	<u>Foreign Promoters</u>				
	Sub-total (A)	1959307	39.79	1959307	19.91
B	Non-promoters' holding				
	<u>Institutional investors</u>				
	<u>Non-institution</u>				
	Private corporate bodies & LLP	207705	4.21	607705	6.18
	Indian public & HUF	2757057	56.00	7273057	73.91
	(Others (including IEPF, NRIs, Clearing members, Trusts, etc))	1	0.00	1	0.00
	Sub-total (B)	2964763	60.21	7880763	80.09
C	Non Promoter & Non Public	0	0	0	0
	GRAND TOTAL	4924070	100.00	9840070	100.00

* As on 15th December, 2023

12. Consequential Changes in the Voting Rights:

Voting rights will change according to the change in the shareholding pattern mentioned above.

13. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control if any in the issuer consequent to the preferential issues

Sr. No.	Proposed Allottees	Category	Ultimate Beneficial Owner	Pre-Preferential Issue*		No. of Equity Shares proposed to be allotted	Post Preferential Issue	
				No of shares held	% of share holding		No of shares held	% of share holding
1.	Meduri Satyavani	Non-Promoter	Meduri Satyavani			350000	350000	3.56%
2.	Lekhya Entertainment Private Limited	Non-Promoter	i. Swapna Kantheti ii. Sujani Kantheti			300000	300000	3.05%
3.	Kamalakar Rao Yechuri	Non-Promoter	Kamalakar Rao Yechuri			250000	250000	2.54%
4.	Venkata Padmavathi Yechuri	Non-Promoter	Venkata Padmavathi Yechuri			250000	250000	2.54%
5.	Ramamurthy Venkata Bhaskara Yadavalli	Non-Promoter	Ramamurthy Venkata Bhaskara Yadavalli			150000	150000	1.52%
6.	Radha Krishna Doradla	Non-Promoter	Radha Krishna Doradla	200000	4.06%	150000	350000	3.56%
7.	Narayana Marthi Venkata Lakshmi	Non-Promoter	Narayana Marthi Venkata Lakshmi			110000	110000	1.12%
8.	Emily Bosco Menezes	Non-Promoter	Emily Bosco Menezes	20000	0.41%	100000	120000	1.22%
9.	Bosco Armando Menezes	Non-Promoter	Bosco Armando Menezes	31767	0.65%	100000	131767	1.34%

10.	Suresh Babu Sannareddy	Non-Promoter	Suresh Babu Sannareddy			100000	100000	1.02%
11.	Mallikarjun Gada	Non-Promoter	Mallikarjun Gada			100000	100000	1.02%
12.	Gayathri Radhakrishnan	Non-Promoter	Gayathri Radhakrishnan			100000	100000	1.02%
13.	Ramaswamy Anand	Non-Promoter	Ramaswamy Anand			100000	100000	1.02%
14.	Jnv Suresh Kumar	Non-Promoter	Jnv Suresh Kumar			100000	100000	1.02%
15.	Goondla Jyothi	Non-Promoter	Goondla Jyothi			100000	100000	1.02%
16.	Lenus Finvest Private Limited	Non-Promoter	i. Sidha nt Lax mik ant Ka bra ii. Lali ta Lax mik ant Ka bra			100000	100000	1.02%
17.	Hari Kishan Bhonagari	Non-Promoter	Hari Kishan Bhonagari			100000	100000	1.02%
18.	Meda Venkata Badari Narayana	Non-Promoter	Meda Venkata Badari Narayana			100000	100000	1.02%
19.	Vamsi Prasad Kotha	Non-Promoter	Vamsi Prasad Kotha			100000	100000	1.02%

20.	Ashok Dama	Non-Promoter	Ashok Dama			100000	100000	1.02%
21.	Smitha Polineni	Non-Promoter	Smitha Polineni	7000	0.14 %	75000	82000	0.83%
22.	Zulia Zafar	Non-Promoter	Zulia Zafar			75000	75000	0.76%
23.	Rohan Rajesh	Non-Promoter	Rohan Rajesh			75000	75000	0.76%
24.	Durgaprasad Yekkalavenkata	Non-Promoter	Durgaprasad Yekkalavenkata			55000	55000	0.56%
25.	Sreechandan Namineni	Non-Promoter	Sreechandan Namineni			50000	50000	0.51%
26.	Sridevi Popuri	Non-Promoter	Sridevi Popuri			50000	50000	0.51%
27.	Vithalrao Gourishankar Imdapur	Non-Promoter	Vithalrao Gourishankar Imdapur			50000	50000	0.51%
28.	Latha Kumar	Non-Promoter	Latha Kumar			50000	50000	0.51%
29.	Padmavathi Noothalapati	Non-Promoter	Padmavathi Noothalapati			50000	50000	0.51%
30.	Jonnala Sudhakar	Non-Promoter	Jonnala Sudhakar			50000	50000	0.51%
31.	Dhanashree Praveen Gramle	Non-Promoter	Dhanashree Praveen Gramle			50000	50000	0.51%
32.	Suma Latha Pathri	Non-Promoter	Suma Latha Pathri			50000	50000	0.51%
33.	Chandra Sekhar Patri	Non-Promoter	Chandra Sekhar Patri			50000	50000	0.51%
34.	Vittal Babu Adusumilli	Non-Promoter	Vittal Babu Adusumilli			50000	50000	0.51%

35.	Janardha narao Adusumi lli	Non- Promoter	Janardhanar ao Adusumilli			50000	50000	0.51%
36.	Hema Karampu di	Non- Promoter	Hema Karampudi			50000	50000	0.51%
37.	Lakshmi Devi Kantheti	Non- Promoter	Lakshmi Devi Kantheti			50000	50000	0.51%
38.	Chandra Shekhar Boddapat i	Non- Promoter	Chandra Shekhar Boddapati			50000	50000	0.51%
39.	Sai Harsha Vardhan Gupta Somisett y	Non- Promoter	Sai Harsha Vardhan Gupta Somisetty			50000	50000	0.51%
40.	Rayanki Chandras ekhara Naidu	Non- Promoter	Rayanki Chandrasek hara Naidu			50000	50000	0.51%
41.	Puvvadi Sarath Babu	Non- Promoter	Puvvadi Sarath Babu			50000	50000	0.51%
42.	Rama Devi Desiredd y	Non- Promoter	Rama Devi Desireddy			50000	50000	0.51%
43.	Madhusu dhan Rao Sura	Non- Promoter	Madhusudh an Rao Sura			50000	50000	0.51%
44.	Padmaka r Gowrish etty	Non- Promoter	Padmakar Gowrishett y			50000	50000	0.51%
45.	Usha Lakshmi Yadavall i	Non- Promoter	Usha Lakshmi Yadavalli			50000	50000	0.51%
46.	Ramesh Babu Kotha	Non- Promoter	Ramesh Babu Kotha			50000	50000	0.51%

47.	Veera Prasanna Anjaneyulu Somisetty	Non-Promoter	Veera Prasanna Anjaneyulu Somisetty			50000	50000	0.51%
48.	Sana RamBabu	Non-Promoter	Sana RamBabu	100000	2.03%	50000	150000	1.52%
49.	Veena Lakshmi Kuchimanchi	Non-Promoter	Veena Lakshmi Kuchimanchi	10000	0.20%	40000	50000	0.51%
50.	Venkata Shyama Krishna Kanth Vinnakota	Non-Promoter	Venkata Shyama Krishna Kanth Vinnakota	40000	0.81%	40000	80000	0.81%
51.	Indra Kumar Bagri	Non-Promoter	Indra Kumar Bagri	797	0.02%	40000	40797	0.41%
52.	Meera Siddarth Mehta	Non-Promoter	Meera Siddarth Mehta			40000	40000	0.41%
53.	Devarasetty Sreenivasulu	Non-Promoter	Devarasetty Sreenivasulu			25000	25000	0.25%
54.	Venkata Kasi Anuradha Yekkala	Non-Promoter	Venkata Kasi Anuradha Yekkala	2500	0.05%	25000	27500	0.28%
55.	G Navajyothi	Non-Promoter	G Navajyothi			25000	25000	0.25%
56.	Nallabantu Lakshmi	Non-Promoter	Nallabantu Lakshmi			25000	25000	0.25%
57.	Srikanth Sangai	Non-Promoter	Srikanth Sangai			20000	20000	0.20%
58.	Juturu Saritha	Non-Promoter	Juturu Saritha			20000	20000	0.20%
59.	Savithri Gaddam	Non-Promoter	Savithri Gaddam			20000	20000	0.20%

60.	Marty Venkata Krishna Anjaneya Prasad	Non-Promoter	Marty Venkata Krishna Anjaneya Prasad			20000	20000	0.20%
61.	Vemula Srinivas Shetty	Non-Promoter	Vemula Srinivas Shetty			20000	20000	0.20%
62.	Lakshmi NagaMalleswari Doradla	Non-Promoter	Lakshmi NagaMalleswari Doradla	20000	0.41%	20000	40000	0.41%
63.	Shailaja Polineni	Non-Promoter	Shailaja Polineni			18000	18000	0.18%
64.	Arvind Ram Prasad Kabra	Non-Promoter	Arvind Ram Prasad Kabra			17000	17000	0.17%
65.	Saima Jaid Kojar	Non-Promoter	Saima Jaid Kojar			17000	17000	0.17%
66.	Sanku Bala Koushik	Non-Promoter	Sanku Bala Koushik			15000	15000	0.15%
67.	Sanku Durga Sree	Non-Promoter	Sanku Durga Sree			15000	15000	0.15%
68.	Thota Rajya Lakshmi	Non-Promoter	Thota Rajya Lakshmi			12000	12000	0.12%
69.	Ahmed Shareef Mohammed	Non-Promoter	Ahmed Shareef Mohammed			12000	12000	0.12%
70.	Giddaluru Bharathi	Non-Promoter	Giddaluru Bharathi			10000	10000	0.10%
71.	Konduru Radha	Non-Promoter	Konduru Radha			10000	10000	0.10%
72.	Vani Chennojwala	Non-Promoter	Vani Chennojwala			10000	10000	0.10%
73.	Goripally Mamatha	Non-Promoter	Goripally Mamatha			10000	10000	0.10%

74.	Satyanarayana I	Non-Promoter	Satyanarayana I			10000	10000	0.10%
75.	Ranganath Samavedam	Non-Promoter	Ranganath Samavedam	20	0.00041%	10000	10020	0.10%
76.	Prasuna Samavedam	Non-Promoter	Prasuna Samavedam			10000	10000	0.10%
77.	Srinivas Samavedam	Non-Promoter	Srinivas Samavedam			10000	10000	0.10%
78.	Aetukuri Rajitha	Non-Promoter	Aetukuri Rajitha			10000	10000	0.10%

As on 15th December, 2023

14. The Current and Proposed status of the allottees post the preferential issue namely, non-promoter:

Sr. No.	Name of the Proposed Allottees	Current status of the allottees namely promoter or non-promoter	Proposed status of the allottees post the preferential issue namely promoter or non-promoter
1.	Meduri Satyavani	Non-Promoter	Non-Promoter
2.	Lekhya Entertainment Private Limited	Non-Promoter	Non-Promoter
3.	Kamalakar Rao Yechuri	Non-Promoter	Non-Promoter
4.	Venkata Padmavathi Yechuri	Non-Promoter	Non-Promoter
5.	Ramamurthy Venkata Bhaskara Yadavalli	Non-Promoter	Non-Promoter
6.	Radha Krishna Doradla	Non-Promoter	Non-Promoter
7.	Narayana Marthi Venkata Lakshmi	Non-Promoter	Non-Promoter
8.	Emily Bosco Menezes	Non-Promoter	Non-Promoter
9.	Bosco Armando Menezes	Non-Promoter	Non-Promoter
10.	Suresh Babu Sannareddy	Non-Promoter	Non-Promoter
11.	Mallikarjun Gada	Non-Promoter	Non-Promoter

12.	Gayathri Radhakrishnan	Non-Promoter	Non-Promoter
13.	Ramaswamy Anand	Non-Promoter	Non-Promoter
14.	Jnv Suresh Kumar	Non-Promoter	Non-Promoter
15.	Goondla Jyothi	Non-Promoter	Non-Promoter
16.	Lenus Finvest Private Limited	Non-Promoter	Non-Promoter
17.	Hari Kishan Bhonagari	Non-Promoter	Non-Promoter
18.	Meda Venkata Badari Narayana	Non-Promoter	Non-Promoter
19.	Vamsi Prasad Kotha	Non-Promoter	Non-Promoter
20.	Ashok Dama	Non-Promoter	Non-Promoter
21.	Smitha Polineni	Non-Promoter	Non-Promoter
22.	Zulia Zafar	Non-Promoter	Non-Promoter
23.	Rohan Rajesh	Non-Promoter	Non-Promoter
24.	Durgaprasad Yekkalavenkata	Non-Promoter	Non-Promoter
25.	Sreechandan Namineni	Non-Promoter	Non-Promoter
26.	Sridevi Popuri	Non-Promoter	Non-Promoter
27.	Vithalrao Gourishankar Imdapur	Non-Promoter	Non-Promoter
28.	Latha Kumar	Non-Promoter	Non-Promoter
29.	Padmavathi Noothalapati	Non-Promoter	Non-Promoter
30.	Jonnala Sudhakar	Non-Promoter	Non-Promoter
31.	Dhanashree Praveen Gramle	Non-Promoter	Non-Promoter
32.	Suma Latha Pathri	Non-Promoter	Non-Promoter
33.	Chandra Sekhar Patri	Non-Promoter	Non-Promoter
34.	Vittal Babu Adusumilli	Non-Promoter	Non-Promoter
35.	Janardhanarao Adusumilli	Non-Promoter	Non-Promoter
36.	Hema Karampudi	Non-Promoter	Non-Promoter
37.	Lakshmi Devi Kantheti	Non-Promoter	Non-Promoter

38.	Chandra Shekhar Boddapati	Non-Promoter	Non-Promoter
39.	Sai Harsha Vardhan Gupta Somisetty	Non-Promoter	Non-Promoter
40.	Rayanki Chandrasekhara Naidu	Non-Promoter	Non-Promoter
41.	Puvvadi Sarath Babu	Non-Promoter	Non-Promoter
42.	Rama Devi Desireddy	Non-Promoter	Non-Promoter
43.	Madhusudhan Rao Sura	Non-Promoter	Non-Promoter
44.	Padmakar Gowrishetty	Non-Promoter	Non-Promoter
45.	Usha Lakshmi Yadavalli	Non-Promoter	Non-Promoter
46.	Ramesh Babu Kotha	Non-Promoter	Non-Promoter
47.	Veera Prasanna Anjaneyulu Somisetty	Non-Promoter	Non-Promoter
48.	Sana Ram Babu	Non-Promoter	Non-Promoter
49.	Veena Lakshmi Kuchimanchi	Non-Promoter	Non-Promoter
50.	Venkata Shyama Krishna Kanth Vinnakota	Non-Promoter	Non-Promoter
51.	Indra Kumar Bagri	Non-Promoter	Non-Promoter
52.	Meera Siddarth Mehta	Non-Promoter	Non-Promoter
53.	Devarasetty Sreenivasulu	Non-Promoter	Non-Promoter
54.	Venkata Kasi Anuradha Yekkala	Non-Promoter	Non-Promoter
55.	G Navajyothi	Non-Promoter	Non-Promoter
56.	Nallabantu Lakshmi	Non-Promoter	Non-Promoter
57.	Srikanth Sangai	Non-Promoter	Non-Promoter
58.	Juturu Saritha	Non-Promoter	Non-Promoter
59.	Savithri Gaddam	Non-Promoter	Non-Promoter
60.	Marty Venkata Krishna Anjaneya Prasad	Non-Promoter	Non-Promoter
61.	Vemula Srinivas Shetty	Non-Promoter	Non-Promoter
62.	Lakshmi Naga Malleswari Doradla	Non-Promoter	Non-Promoter
63.	Shailaja Polineni	Non-Promoter	Non-Promoter

64.	Arvind Ram Prasad Kabra	Non-Promoter	Non-Promoter
65.	Saima Jaid Kojar	Non-Promoter	Non-Promoter
66.	Sanku Bala Koushik	Non-Promoter	Non-Promoter
67.	Sanku Durga Sree	Non-Promoter	Non-Promoter
68.	Thota Rajya Lakshmi	Non-Promoter	Non-Promoter
69.	Ahmed Shareef Mohammed	Non-Promoter	Non-Promoter
70.	Giddaluru Bharathi	Non-Promoter	Non-Promoter
71.	Konduru Radha	Non-Promoter	Non-Promoter
72.	Vani Chennojwala	Non-Promoter	Non-Promoter
73.	Goripally Mamatha	Non-Promoter	Non-Promoter
74.	Satyanarayana I	Non-Promoter	Non-Promoter
75.	Ranganath Samavedam	Non-Promoter	Non-Promoter
76.	Prasuna Samavedam	Non-Promoter	Non-Promoter
77.	Srinivas Samavedam	Non-Promoter	Non-Promoter
78.	Aetukuri Rajitha	Non-Promoter	Non-Promoter

15. The number of persons to whom allotment through preferential issue have already been made during the year in terms of number of securities as well as price:

During the period from 01st April 2023 till the date of this notice, the Company made preferential issue of Equity Shares to 24 Persons of non-promoter group.

16. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the Registered Valuer:

Not Applicable, as the proposed allotment is made for Cash consideration.

17. Disclosure as specified under Regulation 163(1)(i) of SEBI(ICDR) Regulations 2018

Disclosure is not applicable in the present case as neither the Proposed Allottees, the beneficial owners of Proposed Allottees nor the Company, its promoters and directors are wilful defaulters or fraudulent borrowers.

18. Practicing Company Secretary' Certificate:

A copy of the certificate from Mr. Mahendra Prakash Khandelwal, (Membership No. 6266), of M/s. Mahendra Khandelwal & Co., Practicing Company Secretary certifying that the Preferential Issue

is being made in accordance with the requirements of Chapter V of SEBI (ICDR) Regulations, 2018 shall be placed before the shareholders and the same shall be available for inspection by the members at the Registered Office of the Company between 11:00 AM and 5:00 PM on all working days between Monday to Friday from the date of email of the Postal Ballot Notice till 27th January 2024 .. Further, a copy of this certificate is also available in the “Investors” tab on the website of the company i.e. www.miel.co.in

19. Lock-in period

The aforesaid allotment of Equity Shares on a preferential basis shall be locked in as per Regulation 167 of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended. The entire pre-preferential allotment shareholding of the allottees, if any shall be locked-in as per Regulation 167 (6) of Chapter V of the SEBI (ICDR) Regulations, 2018.

20. Material Terms of Issue of Equity Shares

- i. Issue and allotment of 49,16,000 Equity Shares at a price of Rs. 30/- per share (Face Value of Rs. 10/- per share and Premium Rs. 20/- per share) to non-promoters on preferential allotment basis.
- ii. The Equity Shares allotted in terms of this resolution shall rank pari-passu with the existing equity shares of the Company in all respects.

21. Disclosure pursuant to the provisions of Schedule VI of SEBI (ICDR) Regulations 2018:

It is hereby declared that neither the Proposed Allottees, the beneficial owners of Proposed Allottees, nor the Company, its promoters and directors are wilful defaulters or fraudulent borrowers as defined under SEBI (ICDR) Regulations, 2018 and neither the Proposed Allottees, the beneficial owners of Proposed Allottees, nor the Company, its directors and promoters are fugitive economic offender as defined under SEBI (ICDR) Regulations, 2018 and hence providing disclosures specified in Schedule VI of SEBI (ICDR) Regulations 2018 does not arise.

22. Particulars of the offer, Kinds of Securities Offered, Price of the Securities Offered including date of passing of Board resolution: Issue and allotment of 49,16,000 Equity Shares of Face Value of Rs. 10/- (Rupee Ten only) to Non- Promoter group on preferential allotment basis. Date of passing Board Resolution for aforesaid Preferential Issue is 20th December 2023.

23. Amount which the company intends to raise by way of such securities:

The Company intends to raise Rs. 14,74,80,000/ by way of Preferential Issue of 49,16,000 Equity Shares.

24. Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects:

No contribution is being made by the existing promoters or directors either as part of the offer or separately in furtherance of objects.

25. Principle terms of assets charged as securities:

No asset is charged as a security

26. Interest of Promoters/ Directors:

None of the existing promoters, directors and key managerial personnel and their relatives except to the extent of their shareholding in the Company, if any are in any way concerned or interested financially or otherwise in the resolution 2 mentioned above.

Item No. 3: For Approval of Change in name of the Company from “MACRO INTERNATIONAL LIMITED to ASTAL LABORATORIES LIMITED” and consequential alteration to MOA and AOA of the Company;

Members of the Company are hereby informed that the Company is presently engaged in the business of in all kinds of Active pharmaceutical ingredients (Bulk drugs), pharmaceutical formulations, biological drugs, nutraceuticals, dietary supplements, chemicals, surgical instruments, cosmetics, hospital requisites, veterinary medicines, biotech products and other medicinal and allied products, and their related products, machinery and services including conducting drug research and drug trials in India and abroad.

In view of the above, the Board of Directors (“Board”) of the Company at their meeting held on 08th December, 2023, subject to the approval of the Shareholders of the Company by way of special resolution and approvals of statutory, regulatory or governmental authorities as may be required under applicable laws, approved the change in name of the Company from “Macro International Limited” to “ASTAL LABORATORIES LIMITED” along with the consequential amendments required to be made in the Memorandum of Association and Articles of Association of the Company.

Members of the Company are hereby further informed that the Company had made application for reservation of name to Central Registration Centre (“CRC”), Ministry of Corporate Affairs, which has been approved by CRC vide its letter dated 19th December, 2023 and it has been confirmed that the new name i.e. “ASTAL LABORATORIES LIMITED” is available for registration.

As per the provisions of Section 13 and section 14 of the Companies Act, 2013, approval of the shareholders is required for changing the name of the Company and consequent alteration in the Memorandum of Association and Articles of Association by way of passing a Special Resolution.

Therefore, the Board recommends the resolution as set out at Item No. 3 of this notice for your approval as a special resolution.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

Certificate obtained from M/s D BHARGAWA & ASSOCIATES, Chartered Accountants, Hyderabad (Firm registration number 018330S) dated 20th December, 2023 in terms of Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) stating compliance of conditions as provided under Regulation 45(1) of SEBI Listing Regulations is annexed hereto and forms part of this postal ballot notice and explanatory statement thereon.

The Board believes that the change in the name of the Company which is being undertaken as part of corporate rebranding would make the name of the Company simple, sharp, focused and more relatable to the activities of the Company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the aforesaid resolution, except to the extent of their shareholding, if any.

**By Order of the Board
For Macro International Limited**

**Date: 20/12/2023
Place: Hyderabad**

**Sd/-
Mahendra Kumar
(Company Secretary & Compliance officer)
Membership No.: A71224
Regd. Office: 'Plaza Kalpana',
Ground Floor, 24/147,
Birhana Road, Kanpur Up 208001 In**

ANNEXURE TO NOTICE

Certificate from Practicing Chartered Accountant pursuant to Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

D BHARGAVA & ASSOCIATES

Chartered Accountant

CA BHARGAVA GUGGANI

Flat No. 301, Venkata Sai Nilayam,

1-10-389, Brahamanwadi,

Near Begumpet MMTS, Hyderabad- 500016

TO WHOM SO EVER IT MAY CONCERN

On the basis of review of necessary documents, records and available information as on the date of certificate and explanation provided to us by Macro International Limited (CIN L74120UP1993PLC015605) (the "Company"), having its registered office at, "24/147, Ground Floor, Plaza Kalpana, Birhana Road, Kanpur -208001, we certify the following in terms of Regulation 45(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

1. The Company was incorporated on 03rd August 1993 and changed the name on 08th January 2014. As one year has been passed from last name change so in view of the same, complying with the condition of a time period.
2. Hundred percent of the total revenue in the preceding one-year period has been accounted for by the new activity suggested by the new name
3. The amount invested in the new activity is More than fifty percent of the assets of the listed entity

This certificate is issued as per requirements of Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For D BHARGAWA & ASSOCIATES

Chartered Accountants

CA BHARGAVA GUGGANI

Proprietor

M. No.243944

FRN: 018330S

UDIN: 23243944BGYSCM4811

Place: Hyderabad

Dated: 20/12/2023