

MOUNT HOUSING AND INFRASTRUCTURE LIMITED

Registered Office: 122 I, Silver Rock Apartment, 2nd Floor, Venkatasamy Road West,
R.S.Puram, Coimbatore – 641002, India.

Ph:+91 422 4973111,**Email:** mount@mounthousing.com, **Website:**www.mounthousing.com

CIN: L45201TZ1995PLC006511

NOTICE OF THE 28TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **28th Annual General Meeting** of the members of Mount Housing And Infrastructure Limited will be held at 11:00 AM on Saturday, September 30, 2023, at the Registered Office of the Company situated at 122 I, Silver Rock Apartment, 2nd Floor, Venkatasamy Road West, Coimbatore-641002 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ramesh Chand Bafna (DIN: 02483312), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.
3. To Appoint the Statutory Auditor of the Company and fix their Remuneration:
To consider and, if thought fit, to pass the following Resolution, as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 139 to 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable, approval of the Members of the company, be and is hereby accorded for the appointment of M/s. RAJA & RAMAN, Chartered Accountants, Coimbatore as the Statutory Auditors of the Company in the place of retiring Auditors Mrs. K Divya, Chartered Accountants, Coimbatore, to hold office from the conclusion of 28th Annual General Meeting till the conclusion of 33rd Annual General Meeting of the Company to be held in 2029.

FURTHER RESOLVED THAT the aforesaid Auditor be paid remuneration towards audit fees and additional remuneration as fixed by the Board of Directors of the Company, besides reimbursement of travelling and out of pocket expenses that may be incurred by them from time to time and Directors, be and is hereby authorized to determine the remuneration in consultation with the Auditors.

Special Business:

4. To approve revision in remuneration of Mr. Ramesh Chand Bafna (DIN:02483312)- Managing Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Sections 197, 203 read with Schedule V of the Companies Act, 2013 as amended and other applicable laws, subject to such approvals, permission and sanctions, if any, as may be required, the consent of the Company be and is hereby accorded to the revision in remuneration of Mr. Ramesh Chand Bafna (DIN: 02483312) - Managing Director of the Company and the revised remuneration package of Mr. Ramesh Chand Bafna – Managing Director shall be as under:

a. BASIC SALARY

The Maximum basic salary of the Managing Director shall be Rs.6,00,000/- per month.

b. PERQUISITES AND ALLOWANCES

In addition to the basic salary payable, the Managing Director shall be entitled to the following perquisites and allowances:

- i) Reimbursement of medical expenses incurred for self and family subject to a ceiling of one month's basic salary per year;
- ii) Leave Travel Allowance for self and family once in a year subject to a ceiling of one month's basic salary per year;
- iii) Fees for Clubs subject to a maximum of two clubs excluding admission and life membership fee;
- iv) Personal Accident Insurance of an amount, premium of which does not exceed Rs.4000/- per year;
- v) Provision of car for use of Company's business and telephone at residence. Personal long distance calls on telephones and use of car for private purpose shall be billed by the Company.

c. PERQUISITES NOT INCLUDED IN MANAGERIAL REMUNERATION

- i) Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act,1961;
- ii) Gratuity payable at a rate not exceeding half a month 's salary for each completed year of service and
- iii) Encashment of leave at the end of the tenure.

RESOLVED FURTHER THAT the aforesaid revision in remuneration shall be effective from 1st October, 2023, for residual period of appointment of Managing Director unless enhanced during the intervening period, in accordance with applicable provisions of Companies Act, 2013 and/or other law(s), for the time being in force.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary and/or revise upwards the remuneration of the Managing Director within the permissible limits under the provisions of the Companies Act, 2013 or any statutory amendment/modification thereof, from time to time, to take all necessary steps in this regard in order to comply with all the legal, procedural and other formalities to settle any question or difficulty in connection therewith or incidental thereto and to do all such things, deeds and acts including delegation of powers herein to any person/committee as may be deemed necessary or expedient for giving effect to said revision and in case it is required to obtain the consent of Company in this regard, to the end and intent then it shall be deemed to have been accorded expressly by authority of this resolution.”

5. To approve revision in remuneration of Mr. Kalpesh Bafna (DIN:01490521)- Wholetime Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Sections 197, 203 read with Schedule V of the Companies Act, 2013 as amended and other applicable laws, subject to such approvals, permission and sanctions, if any, as may be required, the consent of the Company be and is hereby accorded to the revision in remuneration of Mr. Kalpesh Bafna (DIN: 01490521) - Wholetime Director of the Company and the revised remuneration package of Mr. Kalpesh Bafna – Wholetime Director shall be as under:

d. BASIC SALARY

The Maximum basic salary of the Wholetime Director shall be Rs.5,00,000/- per month.

e. PERQUISITES AND ALLOWANCES

In addition to the basic salary payable, the Wholetime Director shall be entitled to the following perquisites and allowances:

- i) Reimbursement of medical expenses incurred for self and family subject to a ceiling of one month's basic salary per year;
- ii) Leave Travel Allowance for self and family once in a year subject to a ceiling of one month's basic salary per year;
- iii) Fees for Clubs subject to a maximum of two clubs excluding admission and life membership fee;
- iv) Personal Accident Insurance of an amount, premium of which does not exceed Rs.4000/- per year;
- v) Provision of car for use of Company's business and telephone at residence. Personal long distance calls on telephones and use of car for private purpose shall be billed by the Company.

i) PERQUISITES NOT INCLUDED IN MANAGERIAL REMUNERATION

- i) Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act,1961;

- ii) Gratuity payable at a rate not exceeding half a month 's salary for each completed year of service and
- iii) Encashment of leave at the end of the tenure.

RESOLVED FURTHER THAT the aforesaid revision in remuneration shall be effective from 1st October, 2023, for residual period of appointment of Wholetime Director unless enhanced during the intervening period, in accordance with applicable provisions of Companies Act, 2013 and/or other law(s), for the time being in force.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary and/or revise upwards the remuneration of the Wholetime Director within the permissible limits under the provisions of the Companies Act, 2013 or any statutory amendment/modification thereof, from time to time, to take all necessary steps in this regard in order to comply with all the legal, procedural and other formalities to settle any question or difficulty in connection therewith or incidental thereto and to do all such things, deeds and acts including delegation of powers herein to any person/committee as may be deemed necessary or expedient for giving effect to said revision and in case it is required to obtain the consent of Company in this regard, to the end and intent then it shall be deemed to have been accorded expressly by authority of this resolution.”

By Order of the Board of Directors

RAMESH CHAND BAFNA

MANAGING DIRECTOR

DIN: 02483312

Place: Coimbatore

Date: 08.09.2023

NOTES:

1. The Annual General Meeting will be held at the said venue by strictly adhering to social distancing norms and other safety protocols as per the latest guidelines/ advisories/ SOP's issued by the Ministry of Health and Family Welfare, Government of India and the State Government, amid the COVID-19 Pandemic.
2. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and to vote instead of himself / herself and the Proxy need not be a Member of the company.
3. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the company not less than forty-eight hours before the time fixed for the Meeting.
4. A person can act as a proxy on behalf of Member(s) not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. A Member holding more than 10% 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 a proxy for any other person or shareholder. Proxies submitted on behalf of companies, societies, etc. must be supported by an appropriate resolution / authority as applicable.
5. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
6. Members / Proxies are requested to bring the attendance slips duly filled in, for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip, for attending the Meeting.
7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. 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.
9. All documents referred to in the notice and the explanatory statement pursuant to Section 102 shall be open for inspection at the Registered Office of the Company on all working days of the Company during business hours (10:00 a.m. to 05:00 p.m.) upto the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the company or to the Registrar & Share Transfer Agent (RTA).

11. As per the SEBI Listing Regulations, the securities of a listed company can only be transferred in dematerialized form, except in case of transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or the Company's Registrar and Share Transfer Agent for assistance in this regard.

12. Members holding shares in physical mode are requested to register their email IDs with the Registrar & Share Transfer Agent of the Company, Cameo Corporate Services Limited by email to murali@cameoindia.com or with the Company by email to cs@mounthousing.com and members holding shares in demat mode are requested to register their email ID's with their respective DP's, in case the same is still not registered.

13. Members are requested to intimate changes, if any, pertaining to their name, postal address (enclose copy of Aadhar card), email address, telephone / mobile numbers, Permanent Account Number (PAN) (enclose copy of PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code (enclose cancelled cheque leaf), etc., to their Depository Participant in case the shares are held by them in electronic form and to the Registrar & Share Transfer Agent of the Company, Cameo Corporate Services Limited by email to murali@cameoindia.com or with the Company by email to cs@mounthousing.com.

14. Members with any query relating to financial statements, are requested to send the query to the Company Secretary, at least seven days before the date of the Meeting.

15. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the Company's Registrars and Transfer Agents (RTA), Cameo Corporate Services Limited, in case the shares are held in physical form.

16. The members who hold shares on the cut-off date of September 23, 2023 are eligible to exercise their right to vote through remote e-voting or voting through ballot at the venue of the Annual General Meeting. A person who is not a member (not holding shares of the Company) as on the aforesaid cut-off date should treat this notice for information purposes only.

17. In consonance with the MCA Circulars and the SEBI Circular, in view of COVID-19 pandemic, the Notice of the AGM and the Annual Report for the financial year 2022-2023 is being sent only through electronic mode to all the shareholders. The Notice of the 28th AGM and the Annual Report 2023 will also be displayed on the Company's website www.mounthousing.com and on the website of the stock exchange at www.bseindia.com. All the members are requested to ensure to keep their email address updated with the Depository Participants, Registrar and Share Transfer Agent and the Company to enable them to receive communications in electronic form.

18. The Route Map to the venue of the Meeting is annexed herewith.

19. VOTING THROUGH ELECTRONIC MEANS

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) the Company is pleased to provide the members with the facility to exercise their right to vote on the AGM subjects by electronic means and the business may be transacted through the e-voting services provided by Central Depository Services (India) Limited (CDSL).
2. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and the members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
3. The members who have cast their vote by remote evoting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote.
4. The facility for remote e-voting begins on September 27, 2023 at 09:00 a.m. and ends on September 29, 2023 at 05:00 p.m. (the date preceding the date of the AGM). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 23, 2023 may opt for remote e-voting. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently or cast the vote again.
5. Mr. Rahul Falodiya, Chartered Accountant has been appointed as the Scrutinizer to scrutinize the voting by electronic means and by the use of ballot paper or polling paper, in a fair and transparent manner.
6. The scrutinizer shall immediately after the conclusion of the voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizers report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
7. The Chairman or the person authorized by him in writing shall declare the result of the voting forthwith. The results declared along with the scrutinizers report shall be placed on the website of the Company at www.mounthousing.com and on the website of CDSL immediately after the result is declared by the Chairman and shall be simultaneously communicated to BSE Limited, Mumbai.

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

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on “Shareholders” module.
- (iii) Now enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) 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.
- (vi) If you are a first-time user follow the steps given below:

| | For Shareholders holding shares in Demat Form other than individual and Physical Form |
|--|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> 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) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> 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 as mentioned in instruction (v). |

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) 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.

- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) 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.
- (xvii) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
- 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; mount@mounthousing.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

(xviii) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

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**.

For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

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.

(xix) 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 1800225533.

(xx) 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 1800225533.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT 2013.

Item No.4

To approve revision in remuneration of Mr. Ramesh Chand Bafna (DIN:02483312)- Managing Director of the Company.

Mr. Ramesh Chand Bafna had been appointed as the Managing Director of the Company for a period of five years with effect from 01.04.2020 at the Annual General Meeting held on 29.09.2020.

Subject to the approval of the shareholders, the Board of Directors at their meeting held on August 14, 2023, on the recommendation of the Nomination and Remuneration Committee, had approved the revision in the remuneration payable to Managing Director effective from 01st October, 2023.

Mr. Ramesh Chand Bafna is the father of Mr. Kalpesh Bafna, Whole-time Director of the Company. Mr. Ramesh Chand Bafna is the father-in-law of Mrs. Poonam Bafna, the Chief Financial Officer of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Ramesh Chand Bafna, Mr. Kalpesh Bafna, Mrs. Poonam Bafna and their relatives are in any way concerned or interested, financially or otherwise, in this resolution.

The Board is of the view that Mr. Ramesh Chand Bafna has vast experience and knowledge and his revision in remuneration will be in the interest of the Company. The Board recommends the Special Resolution as set out at Item No.4 for the approval of the shareholders.

Item No.5

To approve revision in remuneration of Mr. Kalpesh Bafna (DIN:01490521)- Wholetime Director of the Company.

Mr. Kalpesh Bafna had been appointed as the Wholetime Director of the Company for a period of five years with effect from 01.04.2020 at the Annual General Meeting held on 29.09.2020.

Subject to the approval of the shareholders, the Board of Directors at their meeting held on August 14, 2023, on the recommendation of the Nomination and Remuneration Committee, had approved the revision in the remuneration payable to Wholetime Director effective from 01st October, 2023.

Mr. Kalpesh Bafna is the Son of Mr. Ramesh Chand Bafna, Managing Director of the Company. Mr. Kalpesh Bafna is the spouse of Mrs. Poonam Bafna, the Chief Financial Officer of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Ramesh Chand Bafna, Mr. Kalpesh Bafna, Mrs. Poonam Bafna and their relatives are in any way concerned or interested, financially or otherwise, in this resolution.

The Board is of the view that Mr. Kalpesh Bafna has vast experience and knowledge and his revision in remuneration will be in the interest of the Company. The Board recommends the Special Resolution as set out at Item No.5 for the approval of the shareholders.

INFORMATION TO BE PROVIDED UNDER SCHEDULE V, PART II (A) OF THE COMPANIES ACT, 2013

I. GENERAL INFORMATION

1. Nature of Industry: Real Estate Industry
2. Date or expected date of commencement of commercial production : Not applicable
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : Not applicable
4. Financial performance based on given indicators:

| Particulars | For the financial year ended 31 st March, 2023 | For the financial year ended 31 st March, 2022 |
|--------------------------|---|---|
| | (Amount: Rs. In lakhs) | |
| Revenue from operations | 184.90 | 152.00 |
| Other Income | 5.66 | 21.79 |
| Total Revenues | 190.56 | 173.79 |
| Total Expenses | 176.32 | 163.66 |
| Profit before tax | 14.24 | 10.13 |
| Tax expense | | |
| Current tax | 2.38 | 1.58 |
| Deferred tax | 1.51 | 1.79 |
| Profit after Tax | 10.36 | 6.99 |

5. Foreign investments or collaborations, if any : Nil

II OTHER INFORMATION

1. Reasons of loss or inadequate profits

The Company had completed its projects. As the prevailing conditions in the real estate industry were not conducive, the Company was not able to launch new projects.

2. Steps taken or proposed to be taken for improvement

There are projects in the pipeline. The new projects will be launched during the financial year, which in turn would generate revenue for the Company.

3. Expected increase in productivity and profits in measurable terms

Considering the prevailing volatile conditions in the real estate industry, the increase in productivity and profits are not measurable.

By Order of the Board of Directors
RAMESH CHAND BAFNA
MANAGING DIRECTOR
DIN: 02483312

Place: Coimbatore

Date: 08.09.2023

Route Map



ATTENDANCE SLIP**28TH ANNUAL GENERAL MEETING – SATURDAY, 30TH SEPTEMBER, 2023- 11:00 A.M.**

| | |
|---------------------------------|--|
| Folio No. / DP ID Client ID No. | |
| Name of the Shareholder | |
| No. of shares held | |

I/ we hereby record my/our presence at the 28th Annual General Meeting of the members of the Company held on Saturday, 30th September, 2023 at 11:00 A.M. at the Registered Office of the Company situated at 122 I, Silver Rock Apartment, 2nd Floor, Venkatasamy Road West, Coimbatore - 641002

.....
Signature of the Shareholder / Proxy

Note: Please fill this attendance slip and hand it over at the entrance of the meeting hall.

Form No. MGT-11**Proxy Form**

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

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

I/We, being the member (s) of Equity shares of Mount Housing and Infrastructure Limited, hereby appoint:

- Name:
Address:
Email id:
Signature:, or failing him

2. Name:

Address:

Email id:

Signature:, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my / our behalf at the **28th Annual General Meeting** of the Company, to be held on Saturday, 30th September, 2023 at 11:00 A.M. at the Registered Office of the Company situated at 122 I, Silver Rock Apartment, 2nd Floor, Venkatasamy Road West, Coimbatore-641002 and at any adjournment thereof in respect of such resolutions as are indicated below:

| S.No | Resolution |
|--------------------------|---|
| Ordinary Business | |
| 1. | Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon- Ordinary Resolution. |
| 2. | Appointment of a Director in place of Mr. Ramesh Chand Bafna (DIN: 02483312), who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution. |
| 3. | To Appoint the Statutory Auditor of the Company and fix their Remuneration – Ordinary Resolution |
| Special Business | |
| 4. | To approve revision in remuneration of Mr. Ramesh Chand Bafna (DIN:02483312)- Managing Director of the Company – Special Resolution |
| 5. | To approve revision in remuneration of Mr. Kalpesh Bafna (DIN:01490521)- Wholetime Director of the Company – Special Resolution |

Signed this day of 2023

Signature of Shareholder.....

Signature of Proxy holder(s).....

AFFIX
Re 1/-
Revenue
Stamp

Note:

1. 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.
2. A proxy need not be a member of the Company and shall prove his identity at the time of attending the Meeting.
3. Appointing a proxy does not prevent a member from attending the Meeting in person, if he / she so wishes.
4. When a member appoints a proxy and both the member and the proxy attend the meeting, the proxy will automatically stand revoked.