



# MARDIA SAMYOUNG

## CAPILLARY TUBES CO. LTD.



INDO-KOREAN JOINT VENTURE

MFRS. OF : BRASS & COPPER ALLOY RODS, BUSBARS, TUBES, SECTIONS & PROFILES ETC.

1304, Lodha Supremus, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013 (INDIA).

Tel. No. : (022) 66251300-333, 8655606061/62/63

CIN No. L74999MH1992PLC069104

Date: 12.09.2025

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street Mumbai - 400 001

**Scrip Code: 513544**

**Sub: Addendum to the Notice of 33<sup>rd</sup> Annual General Meeting of Mardia Samyoung Capillary Tubes Company Limited**

Mardia Samyoung Capillary Tubes Company Limited (the "Company") had issued a Notice dated August 30, 2025 (the "AGM Notice") for convening the 33<sup>rd</sup> Annual General Meeting of the Company, scheduled to be held on Sunday, September 21, 2025, at 2.00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"). The AGM Notice has already been dispatched to all the Shareholders of the Company in compliance with applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

As stated in the AGM Notice, the Company has provided its Shareholders the facility to cast their votes electronically through remote e-voting, which will be commenced on Thursday, September 18<sup>th</sup>, 2025 at 9:00 a.m. (IST) and will continue until 5:00 p.m. (IST) on Saturday, September 20<sup>th</sup>, 2025.

However, to ensure that the Shareholders are apprised of the latest material developments affecting the business to be transacted at the AGM, the Company considers it necessary to issue this notice (the "Addendum") to inform the Shareholders of a development which has occurred with respect to Agenda Item No. 8, 9 and 10 of the AGM Notice. Accordingly, this Addendum is being issued to inform the Members the above update and may be accessed through the company's drive link as given below:

Addendum to 33<sup>rd</sup> AGM Notice:

<https://drive.google.com/drive/my-drive>



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Accordingly, all concerned Shareholders, Stock Exchanges, Depositories, Registrar and Share Transfer Agent, the agency appointed for e-voting, regulatory authorities, and all other stakeholders are requested to take note of the same. This Addendum forms an integral part of the AGM Notice and should be read in conjunction with the same. The AGM Notice and all agenda items, except and to the extent as supplemented by this Addendum, remains unchanged in all respects. Request you to kindly take the same on record.

Thanking You.

Yours faithfully.

**FOR, MARDIA SAMYOUNG CAPILLARY TUBES COMPANY LIMITED**

**DHAVAL JOSHI**  
**Managing Director**  
**DIN: 10778731**



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### Addendum to the Notice of 33rd Annual General Meeting of the Company

Addendum to the Notice dated August 30, 2025, convening 33rd Annual General Meeting of Mardia Samyoung Capillary Tubes Company Limited (the "Company") scheduled to be held on Sunday, September 21, 2025, at 2.00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

To  
All the Members of  
Mardia Samyoung Capillary Tubes Company Limited

#### **SPECIAL BUSINESS:**

#### **8. To Consider and approve the addition in Main object of the Company & Alteration in Object Clause of MOA.**

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

**"RESOLVED THAT** Companies pursuant to the provisions of the Section 4,13 and other applicable provision, regulations of SEB] (LODR) Act, 2013 and the rules made there under and the as per applicable regulations, 2015, the consent of the Shareholders be and are hereby accorded of the Company of Association of the Company for the amendment in the existing Object Clause of the Memorandum in the Following manner:

The existing Main Objects of Clause III (A) be altered by adding the same with the following new Clause III(A):

- "To cultivate, grow, produce, harvest raise or deal in agriculture produce as agriculturists, farmers or gardeners and to set up processing unit for import, export, distribute, sale, purchase or deal in agriculture produce of all description like fruits, vegetable, seeds, organic products and herbal products and to do trading of the agri-commodities whether perishable or non- perishable and also do stocking of the same at their own premises or leased premises and promote & sell their own brand along with farmer produce and trade*



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*in all the products required for cultivation, harvesting, production and developments of seeds, vegetable, fruits and herbal items.*

- 2. To carry on the business of agriculturists, farmers, gardeners, dairymen, dairy farmers, and to acquire, hold, buy or acquire freehold or leasehold agriculture land, farm, garden or any other, property and to act as growers of agriculture produce of all description, like fruits, vegetable, seeds, organic products and herbal products and deal in such business as may be required by farmers and dealers of agriculture produce.*
- 3. To-carry on the business of planters, growers and cultivators of seeds, vegetable, fruits and herbs and to cultivate, grow, produce or deal in vegetable, fruits and herbs and to undertake the activities for its processing, preservation or storage with the installation for plant, machinery, cold storage, air conditioning, refrigeration and other equipment.*
- 4. To do the business of consultants and advisor and give information on time to time basis about the new policies and procedure advised by the GOI! on organic production of different crop and give advice on the rates of organic produces along with future prices trends to do also provide consultations on hydroponics and aeroponics farming along with end to end solutions.*
- 5. To carry on business as manufacturers, producers, researchers, processors, growers, fermenters, distillers, refiners, makers, inventors, converters, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, bottlers, packers, movers, preservers, stockiest, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires of public health products for pest control and/or of general insect control and other ancillary products.*
- 6. To carry on business as manufacturers, assemblers, stockiest, agents, importers, exporters, traders, whole-sellers, retailers, distributors or dealers of all kinds of sprayers for agricultural purposes and all spare parts of such sprayers.*
- 7. To do provide consultancy and assistance to agriculturists, farmers, gardeners, dairymen, dairy farmers for getting monetary assistance from financial Institutions run or sponsored by government like NABARD or from private investor or Institutions."*



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**RESOLVED FURTHER THAT** any of the director for the time being be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.

**RESOLVED FURTHER THAT** any of the director for the time being be and are hereby severally authorized to sign the certified true copy of the resolution of the resolution to be given as and when required”.

### 9. Adoption of new set of Memorandum of Association.

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

“**RESOLVED THAT**, in supersession of earlier resolutions passed by the Company, if any, pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force), the existing Memorandum of Association of the Company be substituted with the new Memorandum of Association to make them in line with the provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT**, the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give, from time to time, such directions as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution and to delegate all or any of the powers herein vested in the Board, to any Director(s) or Officer(s) of the Company as may be required to give effect to the above resolution.”



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### 10. Adoption of new set of Articles of Association.

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

**“RESOLVED THAT**, in supersession of earlier resolutions passed by the Company, if any, pursuant to Section 14 and all other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force), the existing Articles of Association of the Company be substituted with the new Articles of Association to make them in line with the provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT**, the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give, from time to time, such directions as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution and to delegate all or any of the powers herein vested in the Board, to any Director(s) or Officer(s) of the Company as may be required to give effect to the above resolution.”

**Registered Office:**  
J - 55, M. I. D. C,  
Industrial Area,  
Tarapur. Boisar - 401  
506 Maharashtra.

**For and on behalf of the Board of Directors**

**Place: Mumbai**  
**Dated: 12.09.2025**

**Sd/-**  
**DHAVAL DHARMENDRABHAI**  
**JOSHI**  
**Managing Director**  
**DIN: 10778731**

**Sd/-**  
**KEYUR KIRTIKUMAR**  
**SAXSENA**  
**Director**  
**DIN: 10777134**



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### NOTES

1. Statement pursuant to Section 102(1) of the Act, in respect of the special business proposed above to be transacted at the ensuing 33rd AGM, is annexed hereto and forms part of the Notice.
2. All other agenda items except as mentioned in this Addendum, along with explanatory statement of the AGM Notice dated 30<sup>th</sup> August, 2025, shall remain unchanged from those previously notified.
3. It may be noted that apart from above there are no other modifications to the AGM Notice and this Addendum should be read in continuation of and in conjunction with the AGM Notice.
4. This addendum to the Notice of 33rd AGM is available on the drivelink of the Company at <https://drive.google.com/drive/my-drive> and website of the Bombay Stock Exchanges at and [www.bseindia.com](http://www.bseindia.com) and website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
5. All the processes, notes and instructions relating to attending 33<sup>rd</sup> AGM through VC/OAVM and e-voting set out for and applicable for the ensuing 33<sup>rd</sup> AGM shall mutatis-mutandis apply to attending AGM through VC/OAVM and e-voting for the resolution proposed in this Addendum to the Notice of AGM.



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### **EXPLANATORY STATEMENT**

#### **Item No. 8 To Consider and approve the change in Main object of the Company & Alteration in Object Clause of MOA.**

The existing Main Object Clause of the Memorandum of Association of the Company does not cover agriculture and allied activities in its scope. With a view to diversify the business operations and to enable the Company to explore opportunities in agriculture and allied sectors, it is proposed to alter the Object Clause of the Memorandum of Association by inserting new objects under Clause III (A) of the Memorandum of Association of the Company.

The proposed objects will enable the Company to undertake activities relating to cultivation, farming, processing, preservation, storage, trading, distribution, consultancy, and allied activities connected with agriculture, horticulture, organic farming, hydroponics, aeroponics, dairy, and agro-based products. This diversification will broaden the operational base of the Company and is expected to contribute significantly towards its future growth and profitability.

The Board of Directors, at its meeting held on August 30, 2025 approved the proposal for alteration of the Object Clause of the Memorandum of Association of the Company, subject to the approval of the shareholders.

None of the Directors, Key Managerial Personnel (KMP) of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.

#### **Item No. 9 Adoption of new set of Memorandum of Association.**

The Board of Directors of the Company at its meeting held on 30<sup>th</sup> August, 2025 decided that the existing Memorandum of Association ('MOA') is based on erstwhile Indian Companies Act, 1956, it would be necessary to adopt new set of Memorandum of Association as per the Companies Act, 2013 and that the existing Memorandum of Association of the Company is being replaced with new set of Memorandum of association so as to make it in line with the new Companies Act, 2013.



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The new Memorandum of Association is sent herewith. A copy of the existing Memorandum of association and a copy of the new Memorandum of association are available for inspection during normal business hours on all working days up to the date of Annual General Meeting.

### **Item No. 10 Adoption of new set of Articles of Association.**

The Board of Directors of the Company at its meeting held on 30<sup>th</sup> August, 2025 decided that the existing Articles of Association ('AOA') is based on erstwhile Indian Companies Act, 1956, it would be necessary to adopt new set of Articles of Association as per the Companies Act, 2013 and that the existing Articles of Association of the Company is being replaced with new set of Articles of Association so as to make it in line with the new Companies Act, 2013. The new Articles of Association is sent herewith.

The new set of AOA is based on Table F of the Companies Act, 2013. A copy of the existing Articles of Association and a copy of the new Articles of Association are available for inspection during normal business hours on all working days up to the date of Annual General Meeting.

**Accordingly, the remaining agenda items i.e., Nos. 8, 9 and 10 of the AGM Notice shall stand renumbered respectively. All references in the AGM Notice with respect to the Agenda Items, including the Explanatory Statement, shall be renumbered respectively.**