

NOTICE

Notice is hereby given that the 26th (Twenty Sixth) Annual General Meeting (“AGM”) of the Members of MARUTI INTERIOR PRODUCTS LIMITED (Formerly Known as Maruti Interior Products Private Limited) will be held on Tuesday, September 26, 2023 at 11:30 AM IST at Plot No. 13, Survey No. 236, Krishna Ind Estate, Veraval, Tal. Kotda Sangani, Veraval – 360024, Gujarat, India to transact the following businesses to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**.
 - (a) **“RESOLVED THAT** the audited standalone financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”
 - (b) **“RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”
2. To appoint a Director in place of Mr. Nirbhay Paresh Lunagaria [DIN:09027142] who retires by rotation and being eligible, offers himself for re- appointment.

Explanation: Based on the terms of appointment, executive directors and non-executive directors are subject to retirement by rotation. Mr. Nirbhay Paresh Lunagaria [DIN: 09027142], who was appointed as Whole-time Director for the current term, and is the longest-serving member on the Board, retires by rotation and, being eligible, seeks re-appointment.

To the extent that Mr. Nirbhay Paresh Lunagaria [DIN: 09027142] is required to retire by rotation, he would need to be reappointed as such. Therefore, shareholders are requested to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the reappointment of **Mr. Nirbhay Paresh Lunagaria [DIN: 09027142]**, who retires by rotation, be and is hereby re-appointed as a director liable to retire by rotation”.

SPECIAL BUSINESS:

3. To increase the Authorized Share Capital of the Company and make consequent alteration in Clause V of the Memorandum of Association:

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**:

“RESOLVED THAT pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for increase in Authorised Share Capital of the Company from Rupees 11,00,00,000/- (Rupees Eleven Crores Only) divided into 11000000 (One Crore Ten Lakhs) Equity Shares of Rupees 10/- (Rupees Ten Only) each to Rupees 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 16000000 (One Crore Sixty Lakhs) Equity Shares of Rupees 10/- (Rupees Ten Only) each and that existing Clause V of the Memorandum of Association of the Company be replaced with following new Clause V:

“V. The Authorised Share Capital of the Company is Rupees 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 16000000 (One Crore Sixty Lakhs) Equity Shares of Rupees 10/- (Rupees Ten Only) each.”

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company.”

4. To recommend the issuance of Bonus Equity Shares:

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

“RESOLVED THAT in accordance with Section 63 of the Companies Act, 2013 (“Act”) read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to all other applicable provisions, if any, of the Act read with applicable rules, circulars and notifications for the time being in force and subject to regulations/guidelines issued by the Securities and Exchange Board of India (SEBI) (as amended from time to time), including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Reserve Bank of India (RBI) and subject to such approvals, consents, permissions and sanctions as may be necessary from appropriate authorities including the Stock Exchange where the equity shares of the Company are listed; the consent of the members of the Company be and is hereby accorded for issue upto 75,50,000 equity shares of Rs. 10/- each as bonus shares of an aggregate nominal value upto Rs.75,50,000/- (Rupees Seventy Five Lakh Fifty Thousand) as bonus shares to the share holders out of out of sum outstanding to the credit of the securities premium account and Free Reserves as per the audited financial statement of the company for the financial year ended on March 31, 2023, or such other amount as may be considered necessary for the purpose of issue of Bonus Equity Shares of Rupees 10/- (Rupees Ten only) each, credited as fully paid-up to the existing holders of the Equity Shares of the Company, whose names appear in the Register of Members maintained by the Company / RTA / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on record date as determined by the Board, in the proportion of 1 (One) Bonus fully paid-up Equity Share of Rupees 10/- (Rupees Ten only) each for every 1 (One) existing fully paid-up Equity Shares of Rupees 10/- (Rupees Ten only) each held by Member / Beneficial Owner and that the Bonus Equity Shares so distributed shall, for all purposes, be treated as an increase in the paid-up capital of the Company;

RESOLVED FURTHER THAT the Bonus Equity Shares so allotted shall be subject to the Memorandum and the Articles of Association of the Company and shall rank pari-passu in all respects with the fully paid-up Equity Shares of the Company.

RESOLVED FURTHER THAT if as a result of implementation of this resolution, any member becomes entitled to a fraction of new Equity Share(s) to be allotted as Bonus Equity Shares, the Company shall not issue any certificate or coupon in respect of such fractional shares but the total number of such new Equity Shares representing such fractions shall be allotted by the Board to a nominee or nominees to be selected by the Board who would hold them as trustee for the Equity Shareholders who would have been entitled to such fractions in case the same were issued and such nominee(s) will as soon as possible sell such Equity Shares allotted at the prevailing market rate and the net sale proceeds of such shares after adjusting the cost, expenses and taxes, if any in respect

thereof be distributed among such members who are entitled to such fractions in the proportion of their respective holdings and fraction thereof;

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the Bonus Equity Shares and in the case of Members who hold Equity Shares in dematerialized form, the Bonus Equity Shares shall be credited to the respective beneficiary accounts of the Members, held with their respective Depository Participants and in the case of Members who hold Equity Shares in physical form, the Share Certificates in respect of the Bonus Equity Shares shall be dispatched, within such time as prescribed by law and the relevant authorities;

RESOLVED FURTHER THAT the issue and allotment of the Bonus Equity Shares to Non-Resident Indians, Foreign Institutional Investors (FIIs) & other foreign investors, shall be subject to the approval of the Reserve Bank of India and such other Regulatory authorities, as may be necessary.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or a duly constituted Committee thereof, be and is hereby authorized to take necessary steps for listing of Bonus Equity Shares on the stock Exchanges where the securities of the Company are listed, as per the applicable guidelines, rules and regulations and further authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

5. Adoption of Maruti Interior Employee Stock Option Plan 2023

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

“RESOLVED THAT pursuant to the provisions of section 62(1)(b) and any other applicable provisions, if any, of the Companies Act, 2013, applicable provisions of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SEBI SBEB Regulations”), the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Company, by way of special resolution, be and is hereby accorded to the Board of Directors of the

Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee, which the Board may constitute to exercise its powers, including the powers, conferred by this resolution), to create, offer, grant, vest and allot, from time to time, and in one or more tranches, not exceeding 5,00,000 (Five Lakh) Options to such person(s) who are in the employment or service of the Company (together with the stock options proposed to be created / offered / issued / allotted to such persons who are in employment of the Company's Group Company including its Subsidiary Company(ies) or its Associate Company(ies), present and future), including Directors (other than promoter or a person belonging to the promoter group of the company, Independent Directors and Directors either himself or through his relative or through any body corporate, directly or indirectly holding more than 10% of the outstanding equity shares of the company), whether whole time or otherwise, whether working in India or out of India (hereinafter collectively referred to as "Eligible Employees") on the basis of criteria decided by the Board, and to such persons as may, from time to time, be allowed to be eligible for the benefits of the Scheme (as permitted under the applicable laws), exercisable into not more than 5,00,000 (Five Lacs only) equity shares of face value INR 10 each of the Company (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time), under 'Maruti Interior Employee Stock Option Plan 2023' ("ESOP 2023" / "Plan"), and on such terms and conditions as may be fixed or determined by the Board in accordance with the provisions of the law or guidelines issued by the relevant Authority."

"RESOLVED FURTHER THAT the ESOP Scheme shall be administered by the Nomination and Remuneration Committee of the Company who shall have all the necessary powers as defined in ESOP 2023 and is hereby designated as Compensation Committee in pursuance of SEBI SBEB Regulations for the purpose of administration and implementation of the Scheme."

"RESOLVED FURTHER THAT the Board be and is hereby further authorized to issue and allot equity shares upon exercise of Options from time to time in accordance with the ESOP Scheme and such equity shares shall rank pari passu with the then existing equity shares of the Company."

"RESOLVED FURTHER THAT in case of any corporate action(s) such as right issues, bonus issues, change in capital structure, merger and/ sale of division/undertaking or other re-organization, and others, if any additional equity shares are required to be issued by the Company to the shareholders ("Additional Shares"), the aforesaid ceiling of 5,00,000 (FiveLakh) Options and

equity shares respectively to be issued and allotted shall be deemed to increase in the proportion of such Additional Shares issued to facilitate making a fair and reasonable adjustment.”

“RESOLVED FURTHER THAT in case the equity shares of the Company are either subdivided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under the ESOP Scheme shall automatically stand reduced or augmented, as the case may be, in the same proportion as the face value of INR 10/- (Rupees Ten) per equity share shall bear to the revised face value of the equity shares of the company after such sub-division or consolidation, without affecting any other rights or obligations of the said option grantees.”

“RESOLVED FURTHER THAT pursuant to the Applicable Laws, consent of the Company be and is hereby granted and the Board be and is hereby authorized on behalf of the Company to make any modifications, changes, variations, alterations or revisions in the ESOP 2023 from time to time or to suspend, withdraw or revive ESOP 2023 from time to time, provided that such changes are not detrimental to the employees and to do all other acts, deeds, matters and things as are necessary to give effect to the above Resolution and with the power on behalf of the Company to settle any questions or difficulties that may arise with regard to the creation, offer, issue and allotment of equity shares of the Company without requiring the Board to secure any further consent or approval of members of the Company in this regard to the end and intent that members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.”

“RESOLVED FURTHER THAT the Company shall conform to the applicable Accounting Policies, Guidelines or Accounting Standards as may be applicable from time to time, including the disclosure requirements prescribed therein.”

“RESOLVED FURTHER THAT the Board be and is hereby further authorized to do all such acts, deeds, and things, as it may in its absolute discretion, deem necessary to appoint Merchant Bankers, Brokers, Solicitors, Registrars, Advertisement Agency, Compliance Officer, Investors Service Centre and other Advisors, Consultants or Representatives, being incidental to the effective implementation and administration of ESOP 2023 and also to prefer applications to the appropriate Authorities, Parties

and Institutions for their requisite approvals as also to initiate all necessary actions for the preparation and issue of public announcement and filing of public announcement if required, with the SEBI/Stock Exchange and all other documents required to be filed in the above connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take requisite steps for listing of the equity shares allotted under ESOP 2023 on the stock exchange(s) where the equity shares of the Company are listed in due compliance with SEBI SBEB Regulations and other applicable laws.”

“**RESOLVED FURTHER THAT** the Directors or the Company Secretary be and are hereby authorized severally to take all such steps and actions for the purposes of making relevant filings and registration, if any, required including filing to be made with the Registrar of Companies and any other authority in relation to ESOP 2023.”

“**RESOLVED FURTHER THAT** the copies of the foregoing resolution, certified to be true by any of the Directors and / or Company Secretary of the Company, may be furnished to any relevant person(s)/ authority(ies) as and when required.”

6. Approval of grant of employee stock options under Maruti Interior Employee Stock Option Plan 2023 to the eligible employees of the Company's Group Companies including Company's Subsidiary Company(ies) and Associate Company(ies)

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

“**RESOLVED THAT** pursuant to the provisions of section 62(1)(b) and any other applicable provisions, if any, of the Companies Act, 2013, applicable provisions of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ('SEBI SBEB Regulations'), the enabling provisions of the Memorandum of Association and

Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee, which the Board may constitute to exercise its powers, including the powers, conferred by this resolution) to extend the benefits of 'Maruti Interior Employee Stock Option Plan 2023' ("ESOP 2023" / "Plan") of the Company as proposed in the Resolution No.5 in this Notice to such person(s) who are in the employment or service of the Company's Group Company including its Subsidiary Company(ies) or its Associate Company(ies), present and future, including its Directors (other than promoter or a person belonging to the promoter group of the company, Independent Directors and Directors either himself or through his relative or through any body corporate, directly or indirectly holding more than 10% of the outstanding equity shares of the company), whether whole time or otherwise, whether working in India or out of India on such terms and conditions as may be fixed or determined by the Board in accordance with the provisions of the law or guidelines issued by the relevant Authority."

"RESOLVED FURTHER THAT the Board be and is hereby further authorized to issue and allot equity shares upon exercise of Options from time to time in accordance with the ESOP Scheme and such equity shares shall rank pari passu with the then existing equity shares of the Company."

"RESOLVED FURTHER THAT in case of any corporate action(s) such as right issues, bonus issues, change in capital structure, merger and/ sale of division/undertaking or other re-organization, and others, if any additional equity shares are required to be issued by the Company to the shareholders ("Additional Shares"), the aforesaid ceiling of 5,00,000 (Five Lakh) Options and equity shares respectively to be issued and allotted shall be deemed to increase in the proportion of such Additional Shares issued to facilitate making a fair and reasonable adjustment."

"RESOLVED FURTHER THAT in case the equity shares of the Company are either subdivided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under the ESOP Scheme shall automatically stand reduced or augmented, as the case may be, in the same proportion as the face value of INR 10/- (Rupees

Ten) per equity share shall bear to the revised face value of the equity shares of the company after such sub-division or consolidation, without affecting any other rights or obligations of the said option grantees.”

“**RESOLVED FURTHER THAT** the Company shall conform to the applicable Accounting Policies, Guidelines or Accounting Standards as may be applicable from time to time, including the disclosure requirements prescribed therein.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take requisite steps for listing of the equity shares allotted under ESOP 2023 on the stock exchange(s) where the equity shares of the Company are listed in due compliance with SEBI SBEB Regulations and other applicable laws.”

“**RESOLVED FURTHER THAT** the Directors or the Company Secretary be and are hereby authorized severally to take all such steps and actions for the purposes of making relevant filings and registration, if any required including filing to be made with the Registrar of Companies and any other authority in relation to ESOP 2023.”

“**RESOLVED FURTHER THAT** the copies of the foregoing resolution, certified to be true by any of the Directors and/or Company Secretary of the Company, may be furnished to any relevant person(s)/ authority(ies) as and when required.”

7. INCREASE IN REMUNERATION OF PARESH PURUSHOTAM LUNAGARIA, MANAGING DIRECTOR :

“**RESOLVED THAT** pursuant to Regulation 17(6)(e) of SEBI (LODR) (Amendment) Regulations, 2018 and other applicable provisions, if any, and pursuant to Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the ‘Act’) read with Schedule V of the Companies Act, 2013 and the rules made thereunder, including any amendment(s), modification(s) or reenactment(s) thereof for the time being in force; upon recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded for revision of managerial remuneration of PARESH PURUSHOTAM LUNAGARIA (DIN: 00320470), Managing Director of the Company, which is in excess of threshold limits as prescribed under Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements)

(Amendment) Regulations, 2018 (SEBI LODR Regulations) and Schedule V of the Companies Act, 2013 and the Rules made thereunder.

RESOLVED FURTHER THAT the extent and scope of salary and perquisites of the Directors of the Company be altered, enhanced, widened or varied by the Board of Directors in accordance with the provisions of Companies Act, 2013 and other applicable provisions.

RESOLVED FURTHER THAT the terms and remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of inadequacy or absence of profits during this financial year, the remuneration comprising salary, perquisites and benefits approved by the Board of Directors be paid as minimum remuneration to the Managing Director.

RESOLVED FURTHER THAT any Director of the Company, be and is hereby authorized to sign and submit the necessary application and forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.”

8. INCREASE IN REMUNERATION OF NIRBHAY PARESH LUNAGARIA, DIRECTOR :

“RESOLVED THAT pursuant to Regulation 17(6)(e) of SEBI (LODR) (Amendment) Regulations, 2018 and other applicable provisions, if any, and pursuant to Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the ‘Act’) read with Schedule V of the Companies Act, 2013 and the rules made thereunder, including any amendment(s), modification(s) or reenactment(s) thereof for the time being in force; upon recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded for revision of managerial remuneration of NIRBHAY PARESH LUNAGARIA (DIN: 09027142), Director of the Company, which is in excess of threshold limits as prescribed under Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (SEBI LODR Regulations) and Schedule V of the Companies Act, 2013 and the Rules made thereunder.

RESOLVED FURTHER THAT the extent and scope of salary and perquisites of the Directors of the Company be altered, enhanced, widened or varied by the Board of Directors in accordance with the provisions of Companies Act, 2013 and other applicable provisions.

RESOLVED FURTHER THAT the terms and remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of inadequacy or absence of profits during this financial year, the remuneration comprising salary, perquisites and benefits approved by the Board of Directors be paid as minimum remuneration to the Managing Director.

RESOLVED FURTHER THAT any Director of the Company, be and is hereby authorized to sign and submit the necessary application and forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.”

9. INCREASE IN REMUNERATION OF NIRMAL PARESH LUNAGARIA, DIRECTOR :

“RESOLVED THAT pursuant to Regulation 17(6)(e) of SEBI (LODR) (Amendment) Regulations, 2018 and other applicable provisions, if any, and pursuant to Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the ‘Act’) read with Schedule V of the Companies Act, 2013 and the rules made thereunder, including any amendment(s), modification(s) or reenactment(s) thereof for the time being in force; upon recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded for revision of managerial remuneration of NIRMAL PARESH LUNAGARIA (DIN: 09027158), Director of the Company, which is in excess of threshold limits as prescribed under Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (SEBI LODR Regulations) and Schedule V of the Companies Act, 2013 and the Rules made thereunder.

RESOLVED FURTHER THAT the extent and scope of salary and perquisites of the Directors of the Company be altered, enhanced, widened or varied by the Board of Directors in accordance with the provisions of Companies Act, 2013 and other applicable provisions.

RESOLVED FURTHER THAT the terms and remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of inadequacy or absence of profits during this financial year, the remuneration comprising salary, perquisites and benefits approved by the Board of Directors be paid as minimum remuneration to the Managing Director.

RESOLVED FURTHER THAT any Director of the Company, be and is hereby authorized to sign and submit the necessary application and forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.”

Regd. Office: -Plot No 13 Survey No 236 Krishna
Ind Estate, Veraval, Tal.Kotda Sangani Veraval-360024,
Tel: - +91- 2827 253895
Website: www.spitzebyeveryday.com
CIN: L36998GJ1997PLC031719

By Order of the Board
For, MARUTI INTERIOR PRODUCTS LIMITED
(Formerly Knowns as Maruti Interior Products Pvt. Ltd.)

sd/-

Place: Veraval

Date: September 4, 2023

Paresh Purushotam Lunagaria
Chairman & Managing Director
DIN: 00320470

NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Item Nos. 3 to 6 of the Notice, is annexed hereto.
2. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company.
A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the

Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the AGM is enclosed. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company, provided that not less than three days of notice in writing is given to the Company.

3. The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard II on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this Annual General Meeting ("AGM") is also annexed.
4. Members/Proxies should bring their Attendance slip duly signed and completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.
5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting or to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to compliance@everyday-india.com with copies marked to the Company at pares@everyday-india.com.
6. **In case of joint holders attending the meeting together, only holder whose name appearing first will be entitled to vote.**
7. The Register of Members and Share Transfer Books of the Company will not be closed and the Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Monday, September 18, 2023, will be entitled to vote at the AGM..
8. The route map showing directions to reach the venue of the AGM is provided at the end of this Notice.
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

10. Members seeking any information with regard to the accounts or any matter to be placed at the AGM or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name, demat account number/folio number, email id, mobile number at compliance@everyday-india.com or before September 24, 2023 so as to enable the management to keep the information ready. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
11. All documents specifically referred to in this Notice are opened for inspection at the registered office of the Company between 02.00 p.m. and 04.00 p.m. on all working days (except Sundays and Holidays) up to the date of AGM.
12. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to Bigshare Services Private Limited ("BSPL").in case the shares are held in physical form.
13. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
14. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in 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 Bigshare Services Private Limited ("BSPL").
15. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020 read with Circular dated January 15, 2021, the Notice of AGM along with Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2022-23 has been uploaded on the website of the Company at www.spitzeveryday.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com. The Company proposes to send documents, such as the Notice of the Annual General Meeting and Annual Report etc. henceforth to the Members in electronic form at the e-mail address provided by them and made available to the Company by the Depositories from time to time. The unaudited half-yearly and quarterly Financial Results of the Company are uploaded on the website of the Company.

16. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below;
17. In case shares are held in physical mode, please provide 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 compliance@everyday-india.com.
18. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliance@everyday-india.com.
19. Alternatively, member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by providing the details mentioned in Point (a) or (b) as the case may be.
20. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
21. It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Bigshare Services Private Limited ("BSPL"), having its office at A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad - 380 009, by following the due procedure.
22. Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, BSPL to enable servicing of notices / documents / annual Reports electronically to their e-mail address.
23. 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 can contact their DP in case the shares are held in electronic form and to BSPL in case the shares are held in physical form.
24. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through poll paper. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Thursday, July 13, 2023.

25. The facility for voting through polling paper shall be made available at the AGM and the Members attending the AGM and holding shares either in physical form or in dematerialized form, as on the cut-off date being the day of Thursday, July 13, 2023 and who have not already cast their vote by remote e-voting, shall be able to exercise their right to vote at the AGM.
26. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Monday, September 18, 2023,, shall be entitled to exercise his/her vote either through poll paper on the date of the AGM.
27. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
28. The Board of Directors has appointed Mr. Sandip Nadiyapara, Practicing Company Secretary (Membership No. ACS 421260 COP 15645) as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM and in a fair and transparent manner.
29. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizier, by use of polling paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
30. The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast at the AGM 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 scrutinizier's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
31. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www. spitzebyeveryday.com](http://www.spitzebyeveryday.com) immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited.

ITEM NO. 3

To increase the Authorized Share Capital of the Company and make consequent alteration in Clause V of the Memorandum of Association: SPECIAL RESOLUTIONS

In order to broad base capital structure of the Company and to enable the Company to issue further shares, it is proposed to increase the authorized share capital of the Company from Rupees 11,00,00,000/- (Rupees Eleven Crores Only) divided into 11000000 (One Crore Ten Lakhs) Equity Shares of Rupees 10/- (Rupees Ten Only) each to Rupees 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 16000000 (One Crore Sixty Lakhs) Equity Shares of Rupees 10/- (Rupees Ten Only), by way of creation of an additional 5000000 (Fifty Lakhs) Equity Shares of Rupees 10/- (Rupees Ten only) each, ranking pari passu in all respect with existing equity shares of the company, aggregating to Rupees 5,00,00,000/- (Rupees Five Crores only).

As a consequence of increase of authorized share capital of the Company, the existing authorized share capital clause (Clause V) in the Memorandum of Association of the Company is required to be altered accordingly. The proposed increase of authorized share capital requires the approval of members of the Company in general meeting under Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013, as well as any other applicable statutory and regulatory approvals.

The Draft amended Memorandum of Association has been placed on the website of the Company – www.spitzeveryday.com for Members' Inspection.

Therefore, the Board recommends the resolution hereof for approval of the shareholders as Special Resolution.

None of the directors or any key managerial personnel or any relative of any of the directors/key managerial personnel of the Company is, in anyway, concerned or interested in the above Resolution except to the extent of their shareholding in the Company.

ITEM NO. 4

With a view to capitalize the Free Reserve and to rationalize the capital structure, the Board of Directors in its meeting held on Monday, September 04, 2023 has proposed to issue bonus equity shares in the ratio of 1:1 (i.e. One bonus fully paid up equity share of Rupees 10/- for

every One fully paid up equity shares of Rupees 10/- each held) to the shareholders as on the record date as may be decided by the Board of Directors.

This bonus allotment will rationalize the paid-up capital of the company with the funds employed in the company.

The fully paid-up Bonus Shares shall be distributed to the Members of your Company, whose names appear on the Register of Members maintained by the Company/ List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on the Record Date as determined by the Board of Directors of the Company. The Bonus Shares so allotted shall rank pari-passu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date.

The existing issued, subscribed and Paid-Up Share Capital of the Company shall be increased due to capitalization of Rupees 7,55,00,000/- (Rupees Seven Crore Fifty Five Lakh Only) out of sum outstanding to the credit of the Free Reserve as per the audited accounts of the company for the year ended on March 31, 2023.

The Paid-Up Equity Share Capital after Bonus Issue will be Rupees 15,10,00,000/- (Rupees Fifteen Crores Ten Lakh Only) divided into 15100000 (One Crore Fifty One Lakh) Equity Shares of Rupees 10/- (Rupees Ten Only) each

As per the provisions of Sections 63 of the Companies Act, 2013, approval of the shareholders is required to be accorded for issuance of Bonus Shares to the members of the Company by way of passing Special Resolutions.

The Board recommends the matter and the resolution for the approval of the Members by way of passing Special Resolutions

None of the Promoter(s), Director(s), Manager(s) and Key Managerial Personnel(s) and their relative(s) is/are, in any way, concerned or interested in the said resolutions, except to the extent of their equity shareholdings held by them in the Company.

Item No. 5 and 6

The Company believes that equity-based compensation plan is effective tool to attract and reward the talents working exclusively with the Company and its group companies. With the objective to motivate key employees for their contribution to the corporate growth, to create an employee ownership culture, to retain the best talent in the competitive environment and to encourage them in aligning individual goals

with that of the Company's objectives, the Company intends to implement an employee stock option plan namely "Maruti Interior Employee Stock Option Plan 2023" ("ESOP 2023" / "Plan") seeking to cover eligible employees of the Company and its Group Companies including its subsidiary(ies) and associate(s).

The Nomination & Remuneration Committee ("the Committee") of the Board of Directors of the Company shall grant Options to the eligible employees on the basis of eligibility criteria and also determine the quantum of distribution of Options which could vary from employee to employee or any class thereof under ESOP 2023.

As per provisions of Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB Regulations"), the Company seeks your approval for:

Implementation of ESOP 2023; and

Grant of Options to the eligible employees of the Company and its Group Companies including its subsidiary company(ies) and associate company(ies), present and future, as per terms of ESOP 2023.

Accordingly, the Committee and the Board of Directors the Company ("Board") at their respective meetings held on 29 August, 2023 have approved ESOP 2023, subject to the approval of the members of the Company.

The salient features of ESOP 2023 are as under:

Brief description of the Scheme

The Company wishes to attract, retain and motivate employees to achieve business goals, reward performance with ownership and align employees' interests with those of Shareholders. In furtherance, the Maruti Interior Employee Stock Option Plan 2023 ("ESOP 2023" / "Plan") is designed to provide equity-based incentives to all present and future employees who are / shall be in the employment of the company including its group companies, whether working in India or outside India, including Directors of the Company and its group companies including its subsidiaries and associates, whether Whole-Time Directors or not (but excluding Promoter, Promoter Group, Independent Directors and a Director who either himself or through his relative or through any body corporate, directly or indirectly, holds

more than ten percent of the outstanding equity shares of the company), for the benefit under the provisions of applicable laws and regulations prevailing from time to time.

Total Number of Options to be granted under the Scheme

The total number of options to be granted under ESOP 2023 shall not exceed 5,00,000(Five Lakh) convertible into not more than 5,00,000 (Five Lakh) equity shares of INR 10/- each. The options to be granted shall be in one or more tranches whereby one option entitles the holder of the options to apply for one equity share of the face value of INR 10/- each of the Company. The options will lapse if not exercised within the specified exercise period as specified under the scheme. The vested options that lapse due to non-exercise or unvested options that get cancelled due to resignation of the employees or otherwise, would be available for being regranted at a future date.

SEBI SBEB Regulations require that in case of any corporate action(s) such as stock splits or consolidation of face value, right issue, bonus issue, merger and sale of division, and others, a fair and reasonable adjustment needs to be made by the Nomination and Remuneration Committee. The Company would comply with the same for the Plan.

Identification of classes of employees entitled to participate and be beneficiaries in the scheme

Following class/ classes of employees are entitled to participate in the plan:

An employee as designated by the Company, who is exclusively working in India or outside India;

Director of the Company, whether a Whole Time Director or not;

Employees and Directors as defined in clause (a) and (b) above, of a group company including subsidiary or its associate company, in India or outside India.

Following class/ classes of employees are not eligible:

An employee who is a promoter or belongs to the Promoter Group;

Director who either by himself or through his relatives or through anybody corporate, directly or indirectly holds more than 10% of the outstanding Equity Shares of the Company, and

An Independent Director within the meaning of the Companies Act, 2013.

Requirement of vesting and period of vesting and maximum period of vesting

The options granted shall vest as long as the employee continues to be in the employment of the company or any of its group companies. Options granted would vest, in one or more tranches, after expiry of period of 1 (one) year from the date of the grant and not later than 3 (three) years from the date of Grant of such Options, as may be specified in the Letter of Grant. The detailed terms and conditions of vesting will form part of and will be governed by ESOP 2023.

Exercise Price or Pricing Formula

The Exercise Price for Options will be decided by the Committee. However, in any case, the Exercise Price shall not go below the face value of equity shares of the Company.

Exercise Period and the Process of Exercise

The vested options shall be allowed for exercise on and from the date of vesting. The vested options shall be exercisable by the employees by a written application to the Company expressing his/ her desire to exercise such options in such manner and on such format as may be prescribed by the Nomination and Remuneration Committee / such person(s) authorized by the Nomination and Remuneration Committee from time to time. The exercise period shall be 1 (one) year from the date of last vesting. The Options shall lapse if not exercised within the specified exercise period.

Appraisal process for determining the eligibility of employees for ESOP 2023

The appraisal process for determining the eligibility of the employees will be decided by the Nomination and Remuneration Committee or such other person(s) as may be authorized by the Nomination and Remuneration Committee from time to time. The employees would be granted options under the plan based on various parameters such as designation, period of service, performance linked parameters such as work performance and such other criteria as may be determined by the Committee at its sole discretion, from time to time.

Maximum number of Options to be issued per employee and in aggregate

The total number of options that may be granted to any specific employee under one or more Schemes during any one year shall not exceed 1% and in aggregate shall not exceed 5,00,000 (Five Lakhs only).

Maximum quantum of benefits to be provided per employee under a scheme

The maximum quantum of benefits underlying the options issued to an eligible employee shall depend upon the market price of the shares as on the date of sale of shares arising out of exercise of options. No benefit other than by way of grant of Options is envisaged under ESOP 2023.

Manner of implementation and administration of the Scheme (directly by the company or through a Trust)

The Scheme will be implemented and administered directly by the Company and not through a Trust.

Whether the scheme(s) involves new issue of shares by the company or secondary acquisition by the trust or both;

ESOP 2023 will be implemented directly by the Company by way of new issue of equity shares by the Company.

The amount of loan to be provided for implementation of the scheme(s) by the company to the trust, its tenure, utilization, repayment terms, etc.

This is not applicable under the present ESOP 2023.

Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme(s).

This is not applicable under the present ESOP 2023.

Transferability of Employee Stock Options and lock-in of shares

The Options granted to an employee shall not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alienated in any manner. There will be no lock-in for the shares transferred pursuant to the exercise of options.

Compliance with Accounting Policies

The Company shall comply with the relevant Accounting Standards and Accounting Policies, prescribed from time to time, as applicable to the Company, including the disclosure requirements.

Method of valuation of options

The Company shall adopt the fair value method or any other method as per applicable Accounting Standards or prescribed under any other statutory provisions from time to time for valuation of options.

Declaration

So long as the Company opts for expensing of Options using the intrinsic value method, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the Company shall also be disclosed in the Directors' report.

Lock in period

The Shares arising out of exercise of Vested Options shall not be subject to any lock in period after such Exercise.

Terms and conditions for buyback, if any, of specified securities covered granted under ESOP 2023

Subject to the provisions of the then prevailing applicable laws, the Committee shall determine the procedure for buy-back of Options granted under ESOP 2023 if to be undertaken at any time by the Company, and the applicable terms and conditions thereof.

Conditions under which option vested in employees may lapse

The Options which are vested may lapse in any the following events:

If not exercised within the exercise period mentioned in ESOP 2023

Termination due to misconduct / breach of company policies

Surrender of Options

Abandonment

Specified time period within which employees shall exercise vested options in event of a proposed termination or resignation

The vested options shall be exercisable by the Option Grantee by last day of employment in the organization or before expiry of exercise period, whichever is earlier.

The Board of Directors recommends the resolution as set out in Item No. 5 and 6 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are in any way concerned in the aforesaid Special Resolution(s) except to the extent of their shareholding if any

Item No. 7

Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on 04th September, 2023 approved the revision of remuneration payable of Rs. 24.00 Lakh p.a. to Paresh Purushotam Lunagaria, Managing Director of the Company effective from 01st October, 2023. Further, the members are requested to authorise the Board to alter and vary the Terms and conditions including remuneration and incremental thereof, from time to time for Paresh Purushotam Lunagaria as mentioned.

The Board of Directors in their meeting held on 04th September, 2023 proposed to increase Remuneration payable to Paresh Purushotam Lunagaria, subject to approval of members of the Company. In accordance with the applicable provisions of the Companies Act, 2013, approval of members is being sought, by way of special resolution, for payment of remuneration to Paresh Purushotam Lunagaria, Managing Director

Accordingly, the Board recommends the resolution set forth in Item No. 7 relating to increase in the managerial remuneration payable to Paresh Purushotam Lunagaria, Managing Director, by way of Special Resolution.

Except Paresh Lunagaria, Nirbhay Lunagaria, and Nirmal Lunagaria or their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in this resolution set out at item no. 7

Item No.8

Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on 04th September, 2023 approved the revision of remuneration payable Rs.21.00 Lakh p.a.to Nirbhay Paresh Lunagaria, Director of the Company effective from 01st October, 2023. Further, the members are requested to authorise the Board to alter and vary the terms and conditions including remuneration and incremental thereof, from time to time for Nirbhay Paresh Lunagaria as mentioned.

The Board of Directors in their meeting held on 04th September, 2023 proposed to increase Remuneration payable to Nirbhay Paresh Lunagaria, subject to approval of members of the Company. In accordance with the applicable provisions of the Companies Act, 2013, approval of members is being sought, by way of special resolution, for payment of remuneration to Nirbhay Paresh Lunagaria, Director.

Accordingly, the Board recommends the resolution set forth in Item No. 8 relating to increase in the remuneration payable to Nirbhay Paresh Lunagaria, Director, by way of Special Resolution.

Except Nirbhay Lunagaria, Paresh Lunagaria and Nirmal Lunagaria or their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in this resolution set out at item no. 8

Item No.9

Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on 04th September, 2023 approved the revision of remuneration payable Rs.21.00 Lakh p.a. to Nirmal Paresh Lunagaria, Director of the Company effective from 01st October, 2023. Further, the members are requested to authorise the Board to alter and vary the terms and conditions including remuneration and incremental thereof, from time to time for Nirmal Paresh Lunagaria as mentioned.

The Board of Directors in their meeting held on 04th September, 2023 proposed to increase Remuneration payable to Nirmal Paresh Lunagaria, subject to approval of members of the Company. In accordance with the applicable provisions of the Companies Act, 2013, approval of members is being sought, by way of special resolution, for payment of remuneration to Nirmal Paresh Lunagaria, Director

Accordingly, the Board recommends the resolution set forth in Item No. 9 relating to increase in the remuneration payable to Nirmal Paresh Lunagaria, Director, by way of Special Resolution.

Except Nirmal Lunagaria, Paresh Lunagaria and Nirbhay Lunagaria or their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in this resolution set out at item no. 9

Regd. Office: -Plot No 13 Survey No 236 Krishna
Ind Estate, Veraval, Tal.Kotda Sangani Veraval-360024,
Tel: - +91- 2827 253895
Website: www.spitzebyeveryday.com
CIN: L36998GJ1997PLC031719

By Order of the Board
For, MARUTI INTERIOR PRODUCTS LIMITED
(Formerly Knowns as Maruti Interior Products Pvt. Ltd.)

sd/-

Place: Veraval

Date: September 4, 2023

Paresh Purushotam Lunagaria
Chairman & Managing Director
DIN: 00320470

DISCLOSURE UNDER REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS-II ISSUED BY ICSI FOR ITEM NO. 2:

| Name | |
|------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Date of Birth | Mr. Nirbhay Paresh Lunagaria 28/04/1994 |
| Qualification | Integrated BBA |
| Experience – Expertise in specific functional areas – Job profile and suitability | Nirbhay Paresh Lunagaria has more than 3 years of rich experience in the field of Export & Import and General Administration of the Organization. He has played a very vital role in successful implementation of various policies and procedure in the Organization. |
| No. Of Shares held as on March 31, 2023 | 5,79,000 |
| Remuneration Last Drawn | 17,25,000/- p.a. |
| Remuneration sought to be paid | 21,00,000/- p.a. |
| Number of Board Meetings attended during the Financial Year 2022-23 | Thirteen (13) |
| Date of Original Appointment | 01/01/2021 |
| Date of Appointment in current terms | There is no change or modifications in the Terms and Conditions except remuneration |
| Directorships held in public companies including deemed public companies | NIL |
| Memberships / Chairmanships of committees of public companies* | NIL |

Inter-se Relationship with other Directors.

Son of Managing Director

* Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

Regd. Office: -Plot No 13 Survey No 236 Krishna
Ind Estate, Veraval, Tal.Kotda Sangani Veraval-360024,
Tel: - +91- 2827 253895
Website: www.spitzebyeveryday.com
CIN: U36998GJ1997PLC031719

By Order of the Board
For, MARUTI INTERIOR PRODUCTS LIMITED
(Formerly Knowns as Maruti Interior Products Pvt. Ltd.)

sd/-

Place: Veraval**Date:** September 4, 2023

Paresh Purushotam Lunagaria
Chairman & Managing Director
DIN: 00320470

MARUTI INTERIOR PRODUCTS LIMITED

CIN: L36998GJ1997PLC031719

Regd. Off: Plot No. 13, Survey No. 236, Krishna Ind Estate, Veraval, Tal. Kotda Sangani, Veraval – 360024, Gujarat, India.

Tel.: +91- 2827 253895; **Web:** www. Spitzbebyeveryday.com; **Email:** patesh@everyday-india.com

ATTENDANCE SLIP

| | |
|--------------------------------------------------------------------------------------------------------------|--|
| Regd. Folio No./DP Id No.* /Client Id No.* (* Applicable for investor holding shares in electronic form.) | |
| No. of Shares held | |
| Name and Address of the First Shareholder (IN BLOCK LETTERS) | |
| Name of the Joint holder (if any) | |

I/we hereby record my/our presence at the 26th Annual General Meeting of Maruti Interior Products Limited held on Tuesday, September 26, 2023 at 11:30 A.M. at Plot No. 13, Survey No. 236, Krishna Ind Estate, Veraval, Tal. Kotda Sangani, Veraval – 360024, Gujarat, India.

Member's/Proxy's Name in Block Letters

Member's/Proxy's Signature

Note: Please fill up this attendance slip and hand it over at the entrance of the venue of meeting. Members are requested to bring their copies of the Annual Report to the AGM.

-----Please tear here-----

PROXY FORM

(Form No. MGT-11 – Pursuant to section 105(6) of the Companies Act, 2013 Rules made thereunder)

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

I/We, being the member (s) ofshares of the Maruti Interior Products Limited, hereby appoint

- 1. Name:** _____
Address: _____
E-mail Id: _____ **Signature:** _____ **or failing him** _____
Address: _____
E-mail Id: _____ **Signature:** _____ **or failing him** _____
- 2. Name:** _____
Address: _____
E-mail Id: _____ **Signature:** _____ **or failing him** _____
Address: _____
E-mail Id: _____ **Signature:** _____
- 3. Name:** _____
Address: _____
E-mail Id: _____ **Signature:** _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of Maruti Interior Products Limited to be held on **Tuesday, September 26, 2023 at 11:30 A.M.** at Plot No. 13, Survey No. 236, Krishna Ind Estate, Veraval, Tal. Kotda Sangani, Veraval – 360024, Gujarat, India and/or any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Resolution | Vote | | |
|----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|-----|---------|
| | | (Please mention no. of shares) | For | Against |
| <i>Ordinary businesses</i> | | | | |
| 1. | Adoption of Standalone and Consolidated Financial Statement of the year ended on March 31, 2023. | | | |
| 2. | To appoint a Director in place of Mr. Nirbhay Paresh Lunagaria(DIN 09027142), who retires by rotation and being eligible, seeks re-appointment. | | | |
| <i>Special businesses</i> | | | | |
| 3. | To increase the Authorized Share Capital of the Company and make consequent alteration in Clause V of the Memorandum of Association. | | | |
| 4. | To consider and approve the issuance of Bonus Equity Shares. | | | |
| 5. | Adoption of Maruti Interior Employee Stock Option Plan 2023 | | | |
| 6. | Approval of grant of employee stock options under Maruti Interior Employee Stock Option Plan 2023 to the eligible employees of the Company's Group Companies including Company's Subsidiary Company(ies) and Associate Company(ies) | | | |
| 7. | Increase in remuneration of Paresh Purushotam Lunagaria, Managing Director | | | |
| 8. | Increase in remuneration of Nirbhay Paresh Lunagaria, Director | | | |
| 9. | Increase in remuneration of Nirmal Paresh Lunagaria, Director | | | |

Affix
Revenue
Stamp of not
less than
INR 1

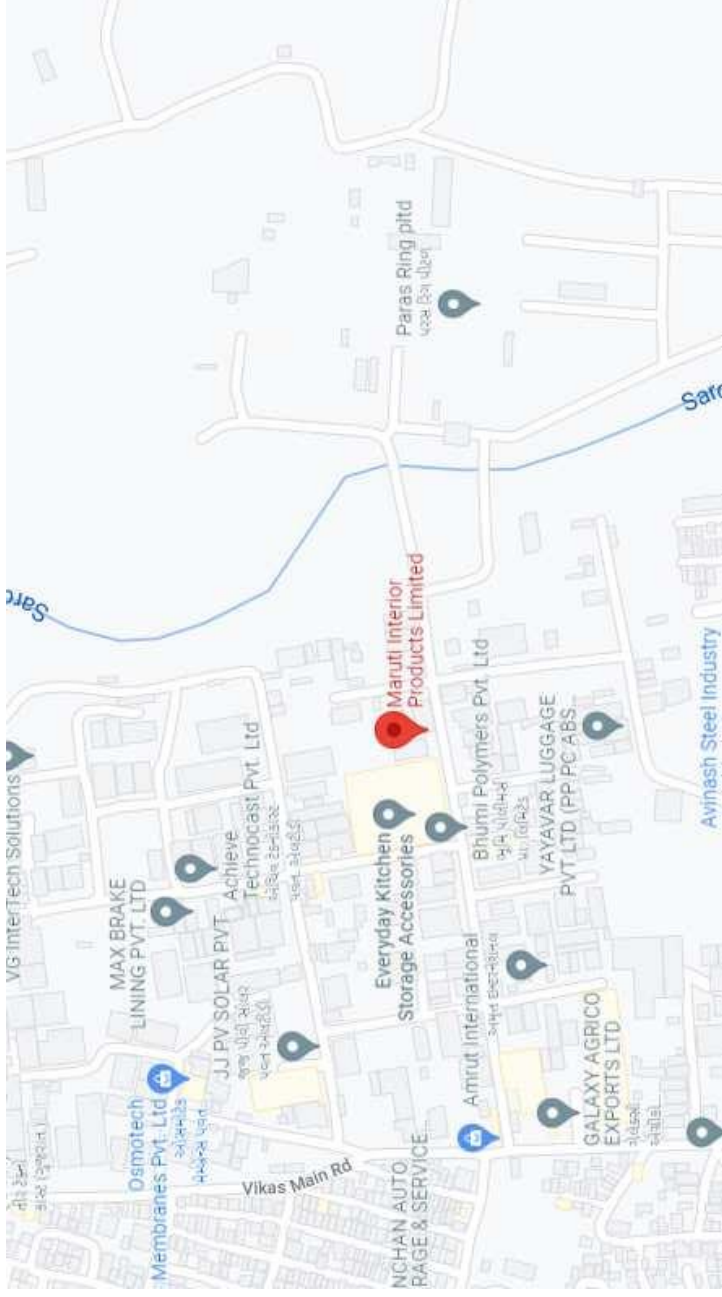
Signed this.....day of.....2023

Signature of shareholder _____ Signature of Proxy holder(s)

Note:

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting (on or before September 24, 2023 at 05:00 P.M.).

ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING



26th Annual General Meeting

Date: Tuesday, September 26, 2023

Time: 11.30 A.M.

Venue: Plot No. 13, Survey No. 236,
Krishna Ind Estate, Veraval,
Tal. Kotda Sangani, Veraval - 360024,
Gujarat, India.