

**CHAIRMAN'S MESSAGE****Dear Shareholders,**

The year 2022-23 has given a ride of ups-downs in the world economy. Our commitment to excellence, innovation, and customer satisfaction has been the cornerstone of our success. We have consistently strived to uphold the highest standards of quality in our products and services, and that commitment will remain at the core of everything we do. The commodity price volatility, soaring energy prices, lingering supply chain challenges and geopolitical conflicts have made the recovery increasingly fragile. As we continued to navigate through the pandemic with resilience, the war in Ukraine has triggered another crisis that has brought before us numerous other challenges in the form of strained geopolitical and trade relations. The ongoing geopolitical conflict, global inflation and continuing supply shortages are expected to adversely impact global GDP growth in 2023-24.. The rise in central bank policy rates to fight inflation continues to weigh on economic activity. Commodity and energy prices are expected to remain high in the wake of the conflict and sanctions, thereby resulting in an increase in global inflation. Although global growth expectations have moderated recently, the structural demand drivers for commodities like steel remain intact.

Our Company is engaged in manufacturing of Copper and Copper Alloy Products, which are mainly industrial in nature and improvement in industrial sentiments will also improve the performance of our Company.

During the financial year 2022-23, there is no change in the nature of business carried out by the Company. During the year 2022-23, the management of the Company discontinued the Commercial Production of copper sulphate owing to less margin and low demand of the said products.

On behalf of the Board, I would like to thank all our stakeholders including shareholders, investors, bankers, creditors and employees for their continued support. I would like to express my sincere gratitude to all the members of our Board for their continued insights and invaluable guidance as we explore new opportunities and move ahead with confidence.

Warm regards,

**SATISHKUMAR ASAMAL MEHTA**

CHAIRMAN

23.08.2023

## CORPORATE INFORMATION

### Board of Directors

Mr. Satishkumar Asamal Mehta  
Chairman & Managing Director  
(Din: 01958984)  
Mr. Jayeshkumar Ashmal Mehta  
Whole-Time Director & C.F.O.  
(Din: 02156140)  
Mr. Hemendra Bhailal Patel  
Independent Director (upto 22nd August 2023)  
Non-Independent Director (From 23rd August, 2023)  
(Din: 01827562)

Mrs. Vinita Pankaj Maheshwari  
Independent Director  
(Din: 07187365)  
Mr. Jitendrakumar Dhanjibhai Patel  
Independent Director  
(Din: 07369309) (upto 23rd May 2022)  
Mr. Parimal Suryakant Patwa  
Director  
(Din: 00093852) (Upto 23rd August, 2023)  
Mr. Manan Girishbhai Gajjar  
Independent Director  
(Din: 07369309) (w.e.f. 30th June 2022)  
Mr. Amit R Pachori  
(Independent Director)  
(Din: 10286605) (w.e.f. 23th August 2023)

Chief Financial Officer  
Vismay Shah  
Upto 30th September, 2023

Mr. Jayesh A Mehta  
(W.e.f. 30th September, 2023)

### Company Secretary & Compliance Officer

Ms. Ami Doshi  
(upto 30th Sept., 2022)  
Ms. Anuja Jain  
(w.e.f. 11th Nov., 2022)

### Registered Office

Plot no. 2070, Rajnagar Patia, Santej  
Khatraj Road, Santej Kalol,  
Gandhinagar -382721  
Phone: 079- 25626304, 25626335  
E- Mail: secretary@sdalloys.com,  
investors@sdalloys.com  
Website: www.sdalloys.com

### Statutory Auditors

M/s. Piyush J Shah & Co  
504-B, Shikhar Complex, Nr. Vadilal House,  
Mithakali Six Roads, Navrangpura,  
Ahmedabad-380009

### Banker

Axis Bank Limited

### Registrar & share Transfer Agent

Link Intime India Private Ltd  
C-101, 247 Park, L.B.S. Marg, Vikhroli  
(West), Mumbai – 400 083

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## NOTICE

**NOTICE** is hereby given that the 16th (Sixteenth) Annual General Meeting of the Shareholders of Sagardeep Alloys Limited will be held on **Thursday, 28th September, 2023 at 1.00 p.m.** through Video Conferencing / Other Audio-Visual Means to transact the following businesses: The venue of the meeting shall be deemed to be the Registered Office of the Company at Plot No. 2070 , Rajnagar Patiya , Santej Khatraj Road, Santej Kalol Gandhinagar-382721, Gujarat

**ORDINARY BUSINESS:****1. To receive, 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 reports of the Auditors thereon.

2. To appoint a Director in place of **Mr. Jayesh A Mehta (DIN: 02156140)**, Director who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:****3. Re-designation of Mr. Hemendrabhai Bhailal Patel (DIN: 01827562) from Independent Director to Non- Executive Non-Independent Director**

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

**“RESOLVED THAT** pursuant to provisions of section 149, 152 and all other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and as proposed and recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of members of the Company be and is hereby accorded to the Re- designation of Mr. Hemendrabhai Bhailal Patel (DIN: 01827562) as Non-Executive Non-Independent Director of the Company with effect from August 23, 2023 from the position of Non-Executive Independent Director and his term of office shall be liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr Satishkumar A Mehta (DIN: 01827562), Managing Director of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things and to take all such steps as may be considered necessary, proper or expedient to give effect to this resolution.

**4. Appointment of Mr. Amit R Pachori (DIN-10286605) as an Independent Director of the Company**

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

**“RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 (the “Act”)(including any statutory modifications or re-enactments thereof for the time being in force) and Regulation 16(1)(b), 17 and other applicable provisions, if any, of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and Nomination and Remuneration Policy of the Company, Mr. Amit R Pachori (DIN-10286605), who was appointed as an Additional Director on the Board of the Company with effect from August 23, 2023 pursuant to Section 161 of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, being so eligible, be and is hereby appointed as an Independent Director of the Company to hold the office for a term of five (5) years w.e.f. August 23, 2023 and that he will not be liable to retire by rotation.

**RESOLVED FURTHER THAT** approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.”

**5. To Approve Increase the Remuneration of Mr. Satishkumar Asamal Mehta Managing Director of the Company**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution as per the Companies Act, 2013.

**“RESOLVED THAT** Pursuant to the provisions of Section 196, 197 and 203 read with Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 17(6)(e) of SEBI (LODR) (Amendment) Regulations, 2018 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company, pursuant to recommendation of Nomination and Remuneration

Committee, Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded for upward revision of managerial remuneration upto Rs. 2,00,000/- per month to Mr. Satishkumar Asamal Mehta, Managing Director of the Company w.e.f. September 01, 2023 till the remaining of duration of his tenure, provided that such variation or increase is within specified limit as prescribed under the relevant provisions of Section 196, 197 and Schedule V to the Companies Act, 2013 on the such terms and conditions of revision of remuneration as mentioned below

Sr. No.	Particulars	Mr. Satishkumar Asamal Mehta
1	Salary including all types of perquisites and allowances Upto Rs.2,00,000/-per month	

**RESOLVED FURTHER THAT** the other terms and conditions of appointment of Managing Director may be altered and varied from time to time by the Board in such manner as may be mutually agreed, subject to such approvals as may be required and within applicable limits of the Companies Act, 2013

**RESOLVED FURTHER THAT** the Board of Directors/Company Secretary of the Company be and is hereby authorized to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

**6. To Approve Increase the Remuneration of Mr. Jayeshkumar Ashmal Mehta, Whole-time Director of the Company**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution as per the Companies Act, 2013.

**"RESOLVED THAT** Pursuant to the provisions of Section 196, 197 and 203 read with Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 17(6)(e) of SEBI (LODR) (Amendment) Regulations, 2018 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company, pursuant to recommendation of Nomination and Remuneration Committee, Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded for upward revision of managerial remuneration upto Rs. 2,00,000/- per month to Mr. Jayeshkumar Ashmal Mehta, Whole time Director of the Company w.e.f. September 01, 2023 till the remaining of duration of his tenure, provided that such variation or increase is within specified limit as prescribed under the relevant provisions of Section 196, 197 and Schedule V to the Companies Act, 2013 on the such terms and conditions of revision of remuneration as mentioned below

Sr. No.	Particulars	Mr. Jayeshkumar Ashmal Mehta
1	Salary including all types of perquisites and allowances Upto Rs.2,00,000/-per month	

**RESOLVED FURTHER THAT** the other terms and conditions of appointment of Managing Director may be altered and varied from time to time by the Board in such manner as may be mutually agreed, subject to such approvals as may be required and within applicable limits of the Companies Act, 2013

**RESOLVED FURTHER THAT** the Board of Directors/Company Secretary of the Company be and is hereby authorized to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

**Regd Office:**

Plot No. 2070 , Rajnagar Patiya ,  
SantejKhatraj Road ,  
Santej Kalol,  
Gandhinagar 382721

**By Order of the Board of Directors  
For, Sagardeep Alloys Limited**

**Sd/-  
Satishkumar Mehta  
Chairman & Managing Director  
(DIN: 01958984)**

Date:23/08/2023

Place: Santej

**NOTES**

- The Government of India, Ministry of Corporate Affairs has allowed conducting AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 5th May, 2020 and Circular No. 02/2021 dated 13th January, 2021 and Circular No. 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May 2022 ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated 13th May, 2022 and SEBI/HO/CFD/POD2/P/CIR/2023/4 dated January 05, 2023 (collectively referred to as "SEBI Circular") issued by the Securities Exchange Board of India prescribing the procedures and manner of conducting the AGM through VC/OVAM. In terms of the said circulars, the 16th AGM of the members will be held through VC/OAVM. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 21 and available at the Company's website [www.sdalloys.com](http://www.sdalloys.com).
- The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020, 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.sdalloys.com](http://www.sdalloys.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).

5. The helpline number regarding any query / assistance for participation in the AGM through VC/ OAVM is 1800225533.
6. In compliance with the aforesaid MCA Circulars and Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 05, 2023, notice of the AGM along with Annual Report for the financial year 2022-23 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/ Depository Participants, unless any member has requested for a physical copy of the same. Members may note that the notice and the Annual Report for the financial year 2022-23 will also be available on the Company's website at '[www.sdalloys.com](http://www.sdalloys.com)' and on the website of the Stock Exchange i.e. NSE Limited at '[www.nseindia.com](http://www.nseindia.com)' and on the website of CDSL: '[www.evotingindia.com](http://www.evotingindia.com)'.
7. Information regarding appointment/re-appointment of Director(s) and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto.
8. In terms of the provisions of Section 152 of the Act, Mr. Jayesh A Mehta retires by rotation as a Director at this Meeting. Mr. Mr. Jayesh A Mehta and his relatives shall be deemed to be interested in the Ordinary Resolution set out at Item No.2 of the Notice of AGM with regard to his re-appointment. Save and except above, none of the Directors/Key Managerial Personnel of the Company/their relatives are, in anyway, concerned or interested, financially or otherwise, in the Ordinary Business set out at Item No. 2 of the Notice of AGM.
9. The Register of members and share transfer books of the Company will remain closed from Friday, 22nd September, 2023 to Thursday, 28st September, 2023 (both days inclusive) for the purpose of Annual General Meeting.
10. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
11. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares are held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
12. In terms of Section 72 of the Act, nomination facility is available to individual Members holding shares in the physical mode. The Members, who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.
13. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of

India ("ICSI") read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

14. Pursuant to the provisions of Section 113 of the Act, Body Corporates/ Institutional / Corporate members intending for their authorized representatives to attend the meeting are requested to send to the Company, on [www.sdalloys.com](http://www.sdalloys.com) from their registered Email ID a scanned copy (PDF / JPG format) of certified copy of the Board Resolution /Authority Letter authorizing their representative to attend and vote on their behalf at the meeting
15. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode.
16. The Members can join the AGM in the VC /OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
17. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
- 18. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS:**
  - i. 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), and the General Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December, 2021 and 5th May 2022, and General Circular No 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (hereinafter collectively referred to as "MCA Circulars") and other applicable laws, rules, circulars, regulations and notifications issued thereunder (including any statutory modification or re-enactment thereof, for the time being in force) the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL), as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a Member using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL.
  - ii. 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. Thursday, 21st September, 2023, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

- iii. 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. Thursday, 21st September, 2023, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting system on the date of the AGM by following the procedure mentioned in this part.
- iv. The remote e-voting will commence on Monday, 25th September, 2023 at 9.00 a.m. and will end on Wednesday, 27th September, 2023 at 5.00 p.m. During this period, the Members of the Company holding shares either in physical form or in Demat form as on the Cut-off date i.e. Thursday, 21st September, 2023 may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.
- v. 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.
- vi. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cutoff date i.e. Thursday, 21st September, 2023.
- vii. The Company has appointed CS Devesh Khandelwal, Practising Company Secretary (Membership No. FCS: 6897; CP No: 4202), to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

**19. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to secretary@sdalloys.com.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 secretary@sdalloys.com.

**20. THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE-VOTING ARE AS UNDER:**

- i. The voting period begins on Monday, 25th September, 2023 at 9.00 a.m. and will end on Wednesday, 28th September, 2023 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized

form, as on the cut-off date Thursday, 21st September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter

- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

**Step 1: Access through Depositories CDSL/ NSDL e-Voting system in case of individual shareholders holding shares in demat mode**

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**The Scrutinizer shall, after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting and count the same, and count the votes cast during the AGM, and shall make not later than 48 hours from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Scrutinizer's decision on the validity of the votes shall be final.**

**The results declared along with the Scrutinizer's Report shall be placed on the Company's Website www.sdalloys.com and on the website of CDSL within two days of the passing of the Resolutions at the 8th Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.**

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	1. Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi/Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.
	2. After successful login the Easi/Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/NSDL/KARVY/LINK INTIME as per information provided by Issuer/ Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.
	3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a> .
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	1. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a> .
	2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a> .
	3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

- v. Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders
  - 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).



- 2) Click on Shareholders
- 3) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID Followed by 8 Digits Client ID,
  - c. Members holding shares in Physical form should enter Folio Number registered with the Company
- 4) Next enter the Image Verification as displayed and Click on Login
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used
- 6) If you are a first-time user follow the steps given below:

<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.
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. 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 (iv).

- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. 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.
- viii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN of the Company.
- x. 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.
- xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details
- xii. 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.
- xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv. 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
- xvi. Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting through your mobile.
- xvii. Note for Non – Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto:helpdesk.evoting@cdslindia.com)
  - After receiving the login details, 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](mailto: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, if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
  - In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at

www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, 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 1800 22 55 33.

**21. The instructions for shareholders voting on the day of the AGM on e-voting system are as under: -**

- a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- b. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM.
- c. If any Votes are casted by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes casted by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.
- d. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

**22. INSTRUCTION FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER: -**

1. The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

4. Members are encouraged to join the Meeting through Laptops for better experience.
5. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request in advance at least 7 days before AGM mentioning their name, demat account number/folio number, email id, mobile number at secretary@sdalloys.com
8. Shareholders who would like to express their views/have questions may send their questions in advance in advance at least 7 days before AGM mentioning their name demat account number/folio number, email id, mobile number at secretary@sdalloys.com. The same will be replied by the company suitably
9. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**Contact Details**

**Company:** SAGARDEEP ALLOYS LIMITED

**Regd. Office:** PLOT NO. 2070, RAJNAGAR PATIYA, SANTEJ KHATRAJ ROAD, SANTEJ KALOL Gandhinagar GJ 382721 IN

**CIN:** L51100GJ1993PLC019067

**E-mail:** secreatry@sdallys.com

**Registrar and Transfer Agent:** Link Intime India Private Limited  
5th Floor, 506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near St. Xavier's College Corner, Off C G Road, Navrangpura, Ahmedabad - 380009  
Tel: +91-79-26465179

**e-Voting Agency:** Central Depository Services (India) Limited

**E-mail:** helpdesk.evoting@cdslindia.com

**Phone:** 1800 22 55 33

**Scrutinizer:** CS Devesh Khandelwal Practicing Company Secretary  
(FCS: 6897 and COP: 4202)

**E-mail:** info@csdevesh.com



## EXPLANATORY STATEMENT

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

### Item No. 3:

Mr. Hemendrabhai Bhailal Patel (DIN: 01827562) who was the Non-Executive Independent Director of the Company was appointed in the Board on 28.08.2015 for the term of 5 years in compliance with the requirement of SEBI (LODR) Regulations, 2015 and the Companies Act, 2013. On completion of his first term of 5 years, the Company has re-appointed him as Non-Executive Independent Director for second term of 5 years and his term of office is upto 27.08.2025.

The Company is under process of execution of some business transaction with Sigma Lasertech Private Limited in which Mr. Hemendrabhai Bhailal Patel (DIN: 01827562) is one of the Director and therefore pursuant to provisions of section 149 of the Companies Act, 2013 he ceases the status of Independent Director of the Company and hence Mr. Hemendrabhai Bhailal Patel (DIN: 01827562) is proposed to be re-designated from Non-Executive Independent Director to Non-Executive Non-Independent Director effective from August 23, 2023, on the recommendation of Nomination and Remuneration Committee. His term of office as Non-Executive Non-Independent Director shall be liable to retire by rotation.

Mr. Hemendrabhai Bhailal Patel (DIN: 01827562) has served on the Board as an Independent Director for a substantial period and has demonstrated a deep understanding of the Company's operations, objectives, and strategies and contributed to the growth and development of the Company during his tenure as an Independent Director.

Therefore, the Board of your Company believes that the re-designation of the Director's status from Independent Director to Non-Independent Director will allow the Director to actively participate in various executive and strategic decisions, leveraging their expertise for the Company's benefit. The Company has already received the consent from Mr. Hemendrabhai Bhailal Patel (DIN: 01827562) to re-designate him from Independent director to Non-Independent Director.

Except Mr. Hemendrabhai Bhailal Patel (DIN: 01827562) whom this resolution relates alongwith and his relatives (to the extent of their shareholding, if any), none of the other Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

A brief profile of Mr. Hemendrabhai Bhailal Patel is provided in **Annexure A** pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

### Item No. 4:

Based on the recommendations of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company (the "Board") at its meeting held on August 23, 2023 had appointed Mr. Amit R Pachori as an Additional Director (Non-Executive and Independent Director) of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 (the "Act") and Regulations 16(1)(b), 17 and other applicable provisions, if any, of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "SEBI Listing Regulations") including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and Articles of Association of the Company for a period of 5 (five) consecutive years with effect from August 23, 2023, subject to the approval of the Members of the Company.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Directors requires approval of the members of the Company. Further pursuant to Regulation 17(1C) of the SEBI Listing Regulations, effective from January 01, 2022, a listed entity shall ensure that approval of Members for appointment of a person in the Board of Directors is obtain at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mr. Amit R Pachori would require approval of members of the Company on or before the ensuing Annual General Meeting.

As required under Section 160 of the Act, the Company has received a notice in writing from a member signifying the intention to propose the appointment of Mr. Amit R Pachori as a Director. Mr. Amit R Pachori has given a declaration to the Board that he meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations.

In the opinion of the Board of Directors, Mr. Amit R Pachori fulfills the criteria as specified in the Act, rules made there under and SEBI Listing Regulations for appointment as an Independent Director and he is not related to any of the other Directors or Key Managerial Personnel of the Company in any way and he is independent of management.

Mr. Amit R Pachori has given his consent to act as the Director of the Company. Also, as per the confirmations received from him, he is not disqualified from being appointed as Director in terms of Section 164 of the Act. Mr. Amit R Pachori has Confirm that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

As per the provision of Section 149(13) of the Act read with explanation to Section 152(6) of the Act, the period of office of Mr. Amit R Pachori will not be liable to determination by retirement of directors by rotation.

## SAGARDEEP ALLOYS LIMITED

The NRC has reviewed the capabilities of Mr. Amit R Pachori vis-a-vis the role and capabilities required as decided by the NRC based on the evaluation of balance of skills, knowledge and experience of the existing Board and considered appropriate, to recommend the appointment of Mr. Amit R Pachori as an Independent Director, for a term of 5 (five) consecutive years effective from August 23, 2023.

In the opinion of NRC and the Board Mr. Amit R Pachori possesses appropriate skills, knowledge and expertise required for the efficient functioning of the Company more particularly in the areas of finance and business administration.

Disclosure under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India pertaining of his qualification, brief resume, area of expertise and other details are set out in the Annexure attached to this Notice.

Accordingly, the Board recommends the Resolution as set out in the accompanying Notice in relation to appointment of Mr. Amit R Pachori as an Independent Director, not liable to retire by rotation, for a period of 5 (five) consecutive years with effect from August 23, 2023, for approval of the Members on the terms and conditions as specified in the draft letter of appointment.

Copy of draft letter of appointment of Mr. Amit R Pachori setting out the terms and conditions of appointment is available for inspection by the Members electronically. Members seeking to inspect the same can send a request on secretary@sdalloys.com.

The Board commends the resolution as set out in the Notice for approval of the members as Special Resolution.

Except Mr. Amit R Pachori whom this resolution relates alongwith and his relatives (to the extent of their shareholding, if any), none of the other Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

### Item 5:

Your Board of Directors wish to inform you the Company has made good progress under leadership of Mr. Satishkumar A Mehta and that by considering his contribution and skill and recommendation of Nomination and Remuneration Committee, the Board at its Meeting held on August 23, 2023 approved to increase the remuneration including all types of perquisites and allowances upto Rs.2,00,000 per month of **Mr. Satishkumar A Mehta, Managing Director** with effect from September 01, 2023 till the remaining of duration of his tenure on the terms and condition enumerated in the resolution

Reference to the provision of Section 196, 197 and 203 of the Companies act, 2013, read with schedule V to the Companies act 2013 along with the Ministry of Corporate Affairs (MCA) through its notification dated 12 September, 2018 notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013, provides for payment of managerial remuneration by Companies, requires member's approval for payment of managerial remuneration to the managerial person for period of not exceeding 3 years by way of Ordinary Resolution. Hence the Board recommends the resolution for member approval by way of Ordinary Resolution, provided that such variation or increase in remuneration is within specified limit as specified under the relevant provisions of Section 196, 197 and Schedule V to the Companies Act, 2013 pursuant to notification issued by Ministry of Corporate Affairs (MCA) dated September 12, 2018.

### Pursuant to clause (iv) of section II of schedule V of the companies act, 2013 the following statement is given:

a)	Nature of industry	Manufacturing and Trading of Copper and Copper Alloys Products.		
b)	Date or expected date of commencement of commercial production	The Company is already in existence and it started of commercial production its activities since 2008.		
c)	In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA		
d)	Financial Performance based on given indicators	<b>Financial Parameters</b>	<b>2021-22 (In Rs)</b>	<b>2022-23 (In Rs)</b>
		Total revenue	90,87,21,000	<b>87,57,84,000</b>
		Net profit after tax	47,18,000	<b>53,56,000</b>
e)	Foreign Investments or collaborations, if any.	Not Applicable		

### II. Information about the appointees:

Sr. no.	Particulars	Mr. Satishkumar Asamal Mehta
a)	Background details	Mr. Satishkumar A. Mehta is graduate in Commerce however he is having deep knowledge and vast experience of more than 20 years in Administration, Accounts and Finance He looks after the Company's overall management and administration.
b)	Past Remuneration	Rs.9,00,000/- p.a.
c)	Recognition or Awards	None

d)	Job profile and her suitability	He is having more than 20 years' experience in management and Administration. He also has wide experience as Managing Director. He gained much experience in Administration, Accounts and Finance and He looks after the Company's overall management and administration.
e)	Remuneration Proposed	Upto Rs.2,00,000/- Per month including all perquisites and allowances
f)	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration as proposed of Mr. Satishkumar Asamal Mehta is well below as per the prevalent levels of remuneration in manufacturing industry in which our Company is engaged. Taking into consideration his involvement, responsibility and contribution being made by Mr. Satishkumar Asamal Mehta, the proposed remuneration is reasonable and in line with remuneration levels in the industry across the Country. Mr. Satishkumar Asamal Mehta devotes his full time in overseeing the operations of the Company.
g)	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.	Mr. Satishkumar A. Mehta and Mr. Jayeshkumar A. Mehta are brothers

**III. Other Information:**

Reason of loss or inadequate profits	The Company is striving hard to earn sufficient profits however due to current market situation and high operating expenses, the company is unable to earn adequate profits.
Steps taken or proposed to be taken for improvement	Management has taken various steps to reduce the operative expenses and improving area wise sales to increase then revenue of the company.
Expected increase in productivity and profits in measurable terms.	2%- 3% in first two years 3%-5% in next two years

**Item 6:**

Your Board of Directors wish to inform you the in supervision and Directions of Mr. Jayeshkumar Ashmal Mehta, the company has made good progress and he is entrusted with supervision of sales and marketing and that by considering his contribution and skill and recommendation of Nomination and Remuneration Committee, the Board at its Meeting held on August 23, 2023 approved to increase the remuneration including all types of perquisites and allowances upto Rs.2,00,000 per month of **Mr. Jayeshkumar Ashmal Mehta, Whole time Director** with effect from September 01, 2023 till the remaining of duration of his tenure on the terms and condition enumerated in the resolution

Reference to the provision of Section 196, 197 and 203 of the Companies act, 2013, read with schedule V to the Companies act 2013 along with the Ministry of Corporate Affairs (MCA) through its notification dated 12 September, 2018 notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013, provides for payment of managerial remuneration by Companies, requires member's approval for payment of managerial remuneration to the managerial person for period of not exceeding 3 years by way of Ordinary Resolution. Hence the Board recommends the resolution for member approval by way of Ordinary Resolution, provided that such variation or increase in remuneration is within specified limit as specified under the relevant provisions of Section 196, 197 and Schedule V to the Companies Act, 2013 pursuant to notification issued by Ministry of Corporate Affairs (MCA) dated September 12, 2018.

**Pursuant to clause (iv) of section II of schedule V of the companies act, 2013 the following statement is given:**

a)	Nature of industry	Manufacturing and Trading of Copper and Copper Alloys Products.		
b)	Date or expected date of commencement of commercial production	The Company is already in existence and it started of commercial production its activities since 2008.		
c)	In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA		
d)	Financial Performance based on given indicators	<b>Financial Parameters</b>	<b>2021-22 (In Rs)</b>	<b>2022-23 (In Rs)</b>
		Total revenue	90,87,21,000	<b>87,57,84,000</b>
		Net profit after tax	47,18,000	<b>53,56,000</b>
e)	Foreign Investments or collaborations, if any.	Not Applicable		