

NOTICE

NOTICE is hereby given that the 9th (Ninth) Annual General Meeting of the Shareholders of SAGARDEEP ALLOYS LIMITED will be held on 30th September, 2016 at the registered office 205, Pittalaya Bumba, Nr. Madhuram Cinema, Ghee Kanta, Ahmedabad-380001, Gujarat at 11.00 am to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt
 - a) the audited Standalone Financial Statement of the Company for the financial year ended March 31, 2016 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, 2016 and the reports of the Auditors thereon.
2. To appoint a Director in place of Mr. Jayeshkumar A Mehta (DIN: 02156140) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Statutory Auditors of the Company to hold office from conclusion of 9th AGM until the conclusion of the 14th AGM and to fix their remuneration.

“RESOLVED THAT pursuant to the provisions of section 139 and 142 of the Companies Act, 2013 and the rules made there under, M/s Piyush J Shah & Co., Chartered Accountants, Ahmedabad (FRN 121172W), be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of the 9th Annual General Meeting (AGM) till the Conclusion of 14th Annual General Meeting of the Company to be held in the year 2021(subject to ratification of the appointment by members at every AGM) on such remuneration as may be determined by the Board of Directors of the Company on a year to year basis.”

SPECIAL BUSINESS

4. **To re-appoint Mr. Satishkumar A. Mehta (Din: 01958984) as a Chairman & Managing Director for the period of Five (5) year w.e.f. 30th December, 2016.**

To consider and, if thought fit, to give your assent/dissent to pass the following resolution as an **Ordinary Resolution**:-

“RESOLVED THAT pursuant to the recommendation of Nomination and remuneration committee and in accordance with the provisions of Sections 196, 197, 198 and 203 of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act 2013, and Articles of Associations of the Company, the consent of the members of the Company be and is hereby accorded to re-appoint Mr. Satishkumar A Mehta, as Chairman & Managing Director of the Company for a period of five (5) years with effect from December 30, 2016 to December 30, 2021, on the terms and conditions as set out in the draft Agreement submitted to this meeting with absolute discretion to the Board (hereinafter referred to as “the Board” which term shall be deemed to include “Nomination and remuneration committee” and any other Committee which the Board may constitute to exercise its powers conferred by this resolution) to alter and vary the terms and conditions of the said agreement as may be agreed upon between Board and Mr. Satishkumar A Mehta.

“RESOLVED FURTHER THAT where in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay to Mr. Satishkumar A Mehta, remuneration by way of Salary, perquisites and allowances not exceeding the ceiling limit specified in Schedule V to the Companies Act, 2013.

“RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

5. To re-appoint Mr. Jayeshkumar A. Mehta (Din: 02156140) as a Whole-Time Director for the period of Five (5) year w.e.f. 30th December, 2016

To consider and, if thought fit, to give your assent/dissent to pass the following resolution as an **Ordinary Resolution**:-

“RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee, and approval of the Board and subject to the provisions of Sections 196, 197, 198 and 203 of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act 2013, and Articles of Associations of the Company, approval of the members of the Company be and is hereby accorded to re-appoint Mr. Jayeshkumar A Mehta, as a Whole Time Director of the Company for a period of five (5) years with effect from December 30, 2016 to December 30, 2021, and who shall be liable to retire by rotation, on the terms and conditions as set out in the draft Agreement submitted to this meeting with absolute discretion to the Board (hereinafter referred to as “the Board” which term shall be deemed to include “Remuneration Committee” and any other Committee which the Board may constitute to exercise its powers conferred by this resolution) to alter and vary the terms and conditions of the said agreement as may be agreed upon between Board and Mr. Jayeshkumar A Mehta.

“RESOLVED FURTHER THAT where in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay to Mr. Jayeshkumar A Mehta, remuneration by way of Salary, perquisites and allowances not exceeding the ceiling limit specified in Schedule V to the Companies Act, 2013;

“RESOLVED FURTHER THAT the Board of Director and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

6. To re-appoint Mr. Asamal S. Mehta (Din: 01900671) as a Whole-Time Director for the period of Two (2) year w.e.f. 30th December, 2016

To consider and, if thought fit, to give your assent/dissent to pass the following resolution as an **Ordinary Resolution**:-

“RESOLVED THAT pursuant to the recommendation of Nomination and remuneration committee, and approval of the Board and subject to the provisions of Sections 196, 197, 198 and 203 of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act 2013, and Articles of Associations of the Company, approval of the members of the Company be and is hereby accorded to re-appoint Mr. Asamal S Mehta as a Whole Time Director of the Company for a period of 2 (Two) years with effect from December 30, 2016 to December 30, 2018, and who shall be liable to retire by rotation, on the terms and conditions as set out in the draft Agreement submitted to this meeting with absolute discretion to the Board (hereinafter referred to as “the Board” which term shall be deemed to include “Remuneration Committee” and any other Committee which the Board may constitute to exercise its powers conferred by this resolution) to alter and vary the terms and conditions of the said agreement as may be agreed upon between Board and Mr. Asamal S Mehta.

“RESOLVED FURTHER THAT where in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay to Mr. Asamal S Mehta, remuneration by way of Salary, perquisites and allowances not exceeding the ceiling limit specified in Schedule V to the Companies Act, 2013;

“RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

7. To re-appoint Mr. Harishkumar A. Mehta (Din: 02156161) as a Whole-Time Director for the period of Five (5) year w.e.f. 30th December, 2016

To consider and, if thought fit, to give your assent/dissent to pass the following resolution as an **Ordinary Resolution**:-

“RESOLVED THAT pursuant to the recommendation of Nomination and remuneration committee, and approval of the Board and subject to the provisions of Sections 196, 197, 198 and 203 of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act 2013, and Articles of Associations of the Company, approval of the members of the Company be and is hereby accorded to re-appoint Mr. Harish A Mehta, as a Whole Time Director of the Company for a period of five (5) years with effect from December 30, 2016 to December 30, 2021, , and who shall be liable to retire by rotation, on the terms and conditions as set out in the draft Agreement submitted to this meeting with absolute discretion to the Board (hereinafter referred to as “the Board” which term shall be deemed to include “Remuneration Committee” and any other Committee which the Board may constitute to exercise its powers conferred by this resolution) to alter and vary the terms and conditions of the said agreement as may be agreed upon between Board and Mr. Harish A Mehta.

“RESOLVED FURTHER THAT where in any financial year Company has no profits or its profits are inadequate, the Company shall pay to Mr. Harish A Mehta, remuneration by way of Salary, perquisites and allowances not exceeding the ceiling limit specified in Schedule V to the Companies Act, 2013;

“RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

8. Ratification of Remuneration of Cost Auditor of the Company and to consider and pass with or without modification, the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re enactment thereof, for the time being in force, M/s Soni & Associates, Cost Accountants, Ahmedabad, the Cost Auditor appointed by the Board of Directors, to conduct the audit of the Cost Records of the Company for the financial year ending 31st March, 2017 be paid the remuneration of Rs.30,000/- plus applicable service tax and out of pocket expenses incurred by them during the course of Audit.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to take such steps and actions as may be necessary for implementing the above resolution.”

Regd Office:
SAGARDEEP ALLOYS LIMITED
(CIN: L29253GJ2007PLC050007)
205, PITTALAYA BUMBA,
NR MADHURAM CINEMA, GHEE KANTA,
AHMEDABAD-01, GUJARAT

By Order of the Board of Directors

Satishkumar A Mehta
Chairman & Managing Director
DIN: 01958984

Date: 13/08/2016
Place: Ahmedabad

Notes:-

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy/ proxies to attend and vote on a poll instead of himself / herself and such proxy / proxies need not be a member of the company. Duly completed instrument of proxies in order to be effective must be reached the registered office of the Company not less than 48 hours before the scheduled time of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company, provided a member holding more 10%, of the total share capital may appoint a single person as proxy and such person shall not act as proxy for any other shareholder.

2. The statement pursuant to Section 102(1) of the Companies Act, 2013, which sets out details relating to the business to be transacted at the meeting, is annexed hereto.

3. Electronic copy of the Annual Report for FY 2015-16 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purpose unless any member has requested for a Physical copy of the same. Members may also note that the Notice of Annual General Meeting and Annual Report for 2015-16 will also be available on the Company's website www.sdalloys.com.

4. Corporate members intending to send their authorised representative to attend the Meeting are requested to ensure that the authorised representative carries a certified copy of the Board resolution, Power of Attorney or such other valid authorizations, authorizing them to attend and vote on their behalf at the Meeting.

5. The Register of Members and Share Transfer Books of the Company will remain closed from 24th September, 2016 to 30th September, 2016 (both days inclusive).

6. Members/ Proxies are requested to bring their attendance slip duly filled in long with copies of their annual report.

7. Brief resume of Directors including those proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of Companies in which they hold directorships and memberships / chairmanships/ chairmanships of Board Committees as stipulated under Listing Obligation and Disclosure Regulations 2015 are provided in the annexure to the notice calling Annual General Meeting.

7. Members who hold the shares in the dematerialized form are requested to notify any change of address or bank mandates to their Depositories Participants with whom they are maintaining their demat accounts.

8. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company/ Registrar of any change in the address or demise of any member as soon as possible. Members are also advised not to leave their demat accounts dormant for long. Periodic statement of holding should be obtained from concerned Depository Participant and holdings should be verified.

9. The Company is having agreements with NSDL and CDSL to enable Members to have the option of dealing and holding the shares of the Company in electronic form. The ISIN of the equity shares of the Company is **INE976T01013**.

10. 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 accounts.

11. As per Notification issued by Ministry of Corporate Affairs dated 19th of March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2009 will be exempted from e-voting provisions. Also, no such provision is

available in SME Equity Listing Agreement. Company is covered under Chapter XB as it is a SME Company and listed on NSE Emerge- the SME platform of National Stock Exchange of India Limited. Therefore Company is not providing e-voting facility to its shareholders.

12. Members are requested to address all correspondence, including change in their addresses, to the Company or to the Registrar and Share Transfer Agent, M/s. Link Intime (India) Private Limited, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai-400078, E-mail: sal.ipo@linkintime.co.in; Website www.linkintime.co.in. Members whose shareholding is in electronic mode are requested to approach their respective depository participants for effecting change of address.

12. The Shareholders are requested to update the Contact address and e-mail address and are requested to notify immediately any change in their address, exclusively on separate letter without clubbing it with any other request, for quicker attention directly to the Company's Share Transfer Agent.

13. All documents referred to in the accompanying notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours upto the date of the Annual General Meeting.

14. Members desirous of getting any information on the Annual Accounts, at the Annual General Meeting, are requested to write to the Company at least 10 days in advance, so as to enable the Company to keep the information ready.

15. Notice of this Annual General Meeting, Audited Financial Statements for 2015-16 along with Directors' Report and Auditors' Report are available on the website of the Company -www.sdalloys.com.

16. As per Section 72 of the Companies Act, 2013, shareholders are entitled to make nomination in respect of shares held by them. Shareholders desirous of making nomination are requested to send their request in Form No: SH-13 (which will be made available on request) to the Company or Registrar and Share Transfer Agent.

17. As a part of "Green Initiative in the Corporate Governance", the Ministry of Corporate has permitted the companies to serve the documents, namely, Notice of General Meeting, Balance Sheet, Statement of Profit & Loss, Auditors' Report, Directors' Report etc. to the members through e-mail. The shareholders holding shares in physical form are requested to register their email address with the Registrar & Share Transfer Agent by sending duly signed request letter quoting their Folio no. name and address. In case of shares held in demat form; the shareholders may register their e-mail addresses with their DPs (Depository Participants).

22. Pursuant to the prohibition imposed vide Section 118 of the Companies Act, 2013 read with Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, no gifts/coupons shall be distributed at the Meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

On the basis of recommendation of Nomination & Remuneration Committee of the Company and, subject to the approval of members of the Company, the Board of Directors in their meeting held on 13th August, 2016 has approved re-appointment of Mr. Satishkumar A Mehta as a Chairman & Managing Director of the Company for a period of 5 years w.e.f. from Dec 30, 2016.

Mr. Satishkumar A Mehta is associated with the Company since its incorporation in 2007 and has experience of more than 15 years in metal & metal alloys industry. The major terms and conditions of his appointment as reviewed by the Nomination & Remuneration Committee are as under:

1. **Period:** For a period of 5 years from December 30, 2016.
2. **Salary:** Rs.75,000/- per month which is eligible for revision on a date to be determined by the Nomination and Remuneration Committee.
3. **Perquisites and Allowances:**
 - Medical Reimbursement for self and family in accordance with the rules of the Company.
 - Leave Travel Assistance for self and family in accordance with the rules of the Company.
 - Leave on full pay as per rules of the Company subject to maximum of one month's leave for every eleven months of service.
 - Free use of Company's Car including maintenance and operation together with driver, the monetary value of which may be evaluated as per Income Tax Rules, 1962.
 - Free cell phone facility.
4. **Duties:** Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Managing Director shall be entrusted with substantial power of management and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time.
5. **Minimum remuneration:** Notwithstanding anything to the contrary contained herein, where, in any financial year during the currency of the tenure of Mr. Satishkumar A Mehta, the Company has no profits or its profits are inadequate, the Company will pay remuneration to the maximum as laid down in Section II of Part II of Schedule V to the Companies Act, 2013 as minimum remuneration

In view of the above position, approval of members is sought, through Ordinary Resolution, to formally appoint Mr. Satishkumar A Mehta as a Chairman & Managing Director of the Company.

Mr. Satishkumar A Mehta and his relatives (including Mr. Jayeshkumar A Mehta, Harish A Mehta & Mr. Asamal S Mehta Whole Time Directors) may be deemed to be concerned or interested in the said resolution. No other Director, key managerial personnel or their relatives are concerned or interested in the said resolution.

Item No. 5

On the basis of recommendation of Nomination & Remuneration Committee of the Company and, subject to the approval of members of the Company, the Board of Directors in their meeting held on 13th August, 2016 has approved re-appointment of Mr. Jayeshkumar A Mehta as a Whole Time Director of the Company for a period of 5 years w.e.f. from Dec 30, 2016, who shall be liable to retire by rotation.

Mr. Jayeshkumar A Mehta is associated with the Company since 2008 and has experience of more than 10 years in metal & metal alloys industry. The major terms and conditions of his appointment as reviewed by the Nomination & Remuneration Committee are as under:

1. **Period:** For a period of 5 years from December 30, 2016.
2. **Salary:** Rs.75,000/- per month which is eligible for revision on a date to be determined by the Nomination and Remuneration Committee.
3. **Perquisites and Allowances:**
 - Medical Reimbursement for self and family in accordance with the rules of the Company.
 - Leave Travel Assistance for self and family in accordance with the rules of the Company.
 - Leave on full pay as per rules of the Company subject to maximum of one month's leave for every eleven months of service.
 - Free use of Company's Car including maintenance and operation together with driver, the monetary value of which may be evaluated as per Income Tax Rules, 1962.
 - Free cell phone facility.
4. **Duties:** Subject to the Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Whole Time Director shall be entrusted with overall supervision of sales and marketing and also such other duties and responsibilities as may be entrusted to him by the Chairman and Managing Director and Board of Directors from time to time.
5. **Minimum remuneration:** Notwithstanding anything to the contrary contained herein, where, in any financial year during the currency of the tenure of Mr. Jayeshkumar A Mehta, the Company has no profits or its profits are inadequate, the Company will pay remuneration to the maximum as laid down in Section II of Part II of Schedule V to the Companies Act, 2013 as minimum remuneration

In view of the above position, approval of members is sought, through Ordinary Resolution, to formally appoint Mr. Jayeshkumar A Mehta as a Whole Time Director of the Company.

Mr. Jayeshkumar A Mehta and his relatives (including Mr. Satishkumar A Mehta, Harish A Mehta & Mr. Asamal S Mehta) may be deemed to be concerned or interested in the said resolution. No other Director, key managerial personnel or their relatives are concerned or interested in the said resolution.

Item No. 6

On the basis of recommendation of Nomination & Remuneration Committee of the Company and, subject to the approval of members of the Company, the Board of Directors in their meeting held on 13th August, 2016 has approved re-appointment of Mr. Asamal S Mehta as a Whole Time Director of the Company for a period of 2 years w.e.f. from Dec 30, 2016, who shall be liable to retire by rotation.

Mr. Asamal S Mehta is associated with the Company since its inception and has experience of more than 20 years in metal & metal alloys industry. The major terms and conditions of his appointment as reviewed by the Nomination & Remuneration Committee are as under:

1. **Period:** For a period of 2 years from December 30, 2016.
2. **Salary:** Rs.75,000/- per month which is eligible for revision on a date to be determined by the Nomination and Remuneration Committee.
3. **Perquisites and Allowances:**
 - Medical Reimbursement for self and family in accordance with the rules of the Company.

- Leave Travel Assistance for self and family in accordance with the rules of the Company.
 - Leave on full pay as per rules of the Company subject to maximum of one month's leave for every eleven months of service.
 - Free use of Company's Car including maintenance and operation together with driver, the monetary value of which may be evaluated as per Income Tax Rules, 1962.
 - Free cell phone facility.
4. **Duties:** Subject to the Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Whole Time Director shall be entrusted with overall supervision of production and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time.
5. **Minimum remuneration:** Notwithstanding anything to the contrary contained herein, where, in any financial year during the currency of the tenure of Mr. Asamal S Mehta, the Company has no profits or its profits are inadequate, the Company will pay remuneration to the maximum as laid down in Section II of Part II of Schedule V to the Companies Act, 2013 as minimum remuneration

In view of the above position, approval of members is sought, through Ordinary Resolution, to formally appoint Mr. Asamal S Mehta as a Whole Time Director of the Company.

Mr. Asamal S Mehta and his relatives (including Mr. Satishkumar A Mehta, Harish A Mehta & Mr. Jayeshkumar A Mehta) may be deemed to be concerned or interested in the said resolution. No other Director, key managerial personnel or their relatives are concerned or interested in the said resolution.

Item No. 7

On the basis of recommendation of Nomination & Remuneration Committee of the Company and, subject to the approval of members of the Company, the Board of Directors in their meeting held on 13th August, 2016 has approved re-appointment of Mr. Harish A Mehta as a Whole Time Director of the Company for a period of 5 years w.e.f. from Dec 30, 2016, who shall be liable to retire by rotation.

Mr. Harish A Mehta is associated with the Company since 2008 and has experience of more than 10 years in metal & metal alloys industry. The major terms and conditions of his appointment as reviewed by the Nomination & Remuneration Committee are as under:

1. **Period:** For a period of 5 years from December 30, 2016.
2. **Salary:** Rs.75,000/- per month which is eligible for revision on a date to be determined by the Nomination and Remuneration Committee.
3. **Perquisites and Allowances:**
 - Medical Reimbursement for self and family in accordance with the rules of the Company.
 - Leave Travel Assistance for self and family in accordance with the rules of the Company.
 - Leave on full pay as per rules of the Company subject to maximum of one month's leave for every eleven months of service.
 - Free use of Company's Car including maintenance and operation together with driver, the monetary value of which may be evaluated as per Income Tax Rules, 1962.
 - Free cell phone facility.
4. **Duties:** Subject to the Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Whole Time Director shall be entrusted with overall supervision of export, import and international market and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time.

- 5. Minimum remuneration:** Notwithstanding anything to the contrary contained herein, where, in any financial year during the currency of the tenure of Mr. Harish A Mehta, the Company has no profits or its profits are inadequate, the Company will pay remuneration to the maximum as laid down in Section II of Part II of Schedule V to the Companies Act, 2013 as minimum remuneration

In view of the above position, approval of members is sought, through Ordinary Resolution, to formally appoint Mr. Harish A Mehta as a Whole Time Director of the Company.

Mr. Harish A Mehta and his relatives (including Mr. Satishkumar A Mehta, Mr. Asamal S Mehta & Mr. Jayeshkumar A Mehta) may be deemed to be concerned or interested in the said resolution. No other Director, key managerial personnel or their relatives are concerned or interested in the said resolution.

Item No. 8

The Board at its meeting held on 13/08/2016 on the recommendation of Audit Committee, has appointed M/s Soni & Associates, Cost Accountant, Ahmedabad as the Cost Auditor to conduct the audit of cost records of the Company for the financial year 2016-17 on a remuneration of Rs.30,000/- (excluding Service Tax) plus reimbursement of out of pocket expenses and conveyance.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration as mentioned above, payable to the Cost Auditor is required to be ratified by the shareholders of the Company. The Board recommends the aforesaid resolution for approval of the members.

None of the Directors of the Company, the key managerial personnel of the Company or their relatives are concerned or interested in the aforesaid resolution.

Regd Office:
SAGARDEEP ALLOYS LIMITED
(CIN: L29253GJ2007PLC050007)
205, PITTALAYA BUMBA,
NR MADHURAM CINEMA, GHEE KANTA,
AHMEDABAD-01, GUJARAT

By Order of the Board of Directors

Satishkumar A Mehta
Chairman & Managing Director
DIN: 01958984

Date: 13/08/2016
Place: Ahmedabad

DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AT THE 9th ANNUAL GENERAL MEETING OF THE COMPANY

(In pursuance of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of Director	Satishkumar A Mehta	Jayeshkumar A Mehta	Asamal S Mehta	Harish A Mehta
DIN	01958984	02156140	01900671	02156161
Date of Birth	18/03/1977	03/08/1979	01/07/1949	08/08/1983
Date of Appointment	13/02/2007	05/05/2008	13/02/2007	05/05/2008
Relationship Between Directors <i>inter se</i>	Son of Asamal S Mehta; Brother of Jayeshkumar A Mehta & Harish A Mehta	Son of Asamal S Mehta; Brother of Satishkumar A Mehta & Harish A Mehta	Father of Satishkumar A Mehta, Jayeshkumar A Mehta & Harish A Mehta	Son of Asamal S Mehta; Brother of Satishkumar A Mehta & Jayeshkumar A Mehta
Expertise in Specific functional area	Administrative, Accounts & Finance	Sales & Marketing	Production	Sales & Marketing and Export & Import
Qualification	B.Com	HSC	SSC	B.Com
Other Board Membership*	-	-	-	-
Committee Membership in other public companies	-	-	-	-
Number of Shares held in the Company	15,78,550 Equity Shares	17,51,500 Equity Shares	14,66,950 Equity Shares	1,28,000 Equity Shares

**Pvt. Companies excluded*

ATTENDENCE SLIP

SAGARDEEP ALLOYS LIMITED

(CIN: L29253GJ2007PLC050007)

**205, PITTALAYA BUMBA, NR MADHURAM CINEMA, GHEE KANTA, AHMEDABAD-01,
GUJARAT**

DPID/ CLIENT ID: _____

Registered Folio No.: _____

No of Shares: _____

Name(s) and address of the Shareholders/Proxy in Full:

*I, Certify that I am a Shareholder/ Proxy of the Shareholder of the Company. I/We hereby accord my/our presence at the **9th Annual General Meeting** of the Company being held on Friday, September 30, 2016 at 11.00 AM at the registered office of the Company at 205, Pittalaya Bumba, Nr. Madhuram Cinema, Gheekanta, Ahmedabad -380001.*

Signature of Shareholder/ Proxy

NOTE: Please fill in the Attendance Slip and hand it over at the entrance of the Hall.

FORM MGT-11

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

PROXY FORM

Name of member(s):	Email Id:
Registered Address:	Folio No/Client Id:
	DP Id:

I/We, being a member(s) of _____ shares of Sagardeep Alloys Limited, hereby appoint:

1. Name: _____ Address: _____
E-mail Id: _____ Signature: _____ or falling him
2. Name: _____ Address: _____
E-mail Id: _____ Signature: _____ or falling him
3. Name: _____ Address: _____
E-mail ID: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/ us on my / our behalf at the 9th Annual General Meeting of the Company to be held on 30th day of September, 2016 at 11:00 A.M. at the Registered office of the company situated at 205, Pittalaya Bumba, Nr. Madhuram Cinema, Gheekanta, Ahmedabad – 380001 and any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTION		Optional
Ordinary Business		
1	To receive, consider and adopt the Audited Financial Statement (both Standalone & Consolidated) of the Company for the financial year ended March 31, 2016, the reports of Board of Directors and Auditors thereon	
2	To appoint Director in place of Mr. Jayeshkumar A Mehta (DIN:02156140) who retires by rotation and being eligible, offers himself for re-appointment	
3	To appoint Statutory Auditors of the Company to hold office from conclusion of 9 th AGM until the conclusion of 14 th AGM	
Special Business		
4	Approval of re-appointment of Mr. Satishkumar A Mehta as a Chairman & Managing Director	
5	Approval of re-appointment of Mr. Jayeshkumar A Mehta as a Whole Time Director	
6	Approval of re-appointment of Mr. Asamal S Mehta as a Whole Time Director	
7	Approval of re-appointment of Mr. Harish A Mehta as a Whole Time Director	
8	Ratification of remuneration of Cost Auditor of the Company	

Signed this _____ day of _____, 2016 Signature of shareholder _____

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting. The Proxy need not be a member of the Company.

2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

** This is only optional. Please put 'X' in the appropriate Column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' Column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

3. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.