

# SAMBHV STEEL TUBES LIMITED

(FORMERLY KNOWN AS SAMBHV STEEL TUBES PRIVATE LIMITED AND  
SAMBHV SPONGE POWER PRIVATE LIMITED)

CIN: U27320CT2017PLC007918

Registered Office: No. 501 to 511 Harshit Corporate, Amanaka, Raipur, Chattisgarh, India, 492001

Website: [www.sambhv.com](http://www.sambhv.com) Email: [cs@sambhv.com](mailto:cs@sambhv.com) Tel. No.- 0771-2222360

Notice is hereby given that the Eighth Annual General Meeting ("AGM") of Sambhv Steel Tubes Limited ("the Company" or "Sambhv") will be held on Monday, September 29, 2025, at 11:30 a.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

## ORDINARY BUSINESS:

### 1. ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.

### 2. ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.

### 3. RE-APPOINTMENT OF A DIRECTOR

To appoint a Director in place of Mr. Bhavesh Khetan (DIN: 10249740), who retires by rotation and being eligible, offers himself for re-appointment.

## SPECIAL BUSINESS:

### 4. APPOINTMENT OF SECRETARIAL AUDITORS

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with applicable provisions of the Companies Act, 2013, each as amended, and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company ('Board'), M/s Agrawal & Agrawal, Practicing Company Secretaries having Firm Registration No. P2005CG001100, be and is hereby appointed as the Secretarial Auditors of the Company for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 13<sup>th</sup> Annual General Meeting of the Company to be held in the year 2030, to conduct Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations, for the period beginning from the Financial Year 2025-26 through

the Financial Year 2029-30, at such remuneration as may be mutually agreed upon between the Board, based on the recommendation(s) of the Audit Committee, and the Secretarial Auditors of the Company.

**RESOLVED FURTHER THAT** approval of the Members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board.

**RESOLVED FURTHER THAT** the Board and/or any person authorised by the Board, be and is hereby authorised, severally, to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, as may be considered necessary, desirable and expedient to give effect to this Resolution and/or otherwise considered by them to be in the best interest of the Company."

### 5. RATIFICATION OF REMUNERATION OF COST AUDITORS:

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹35000/- applicable taxes and reimbursement of out-of-pocket expenses payable to M/s AS Rao & Co., Cost Accountants (Firm Registration No. 000326), who, based on the recommendation(s) of the Audit Committee, have been appointed by the Board of Directors of the Company ('Board'), as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year ending March 31, 2026.

**RESOLVED FURTHER THAT** the Board and/or any person authorised by the Board, be and is hereby authorised severally to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient or desirable for the purpose of giving effect to this resolution."

### 6. APPOINTMENT OF MR. SARBESH KUMAR DAS (DIN: 03613327) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

**“RESOLVED THAT** in compliance with Sections 149, 150 and 152 read with Schedule IV, Section 161 and other applicable provisions of the Companies Act, 2013, and the rules made thereunder, each as amended (the “Companies Act”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “SEBI Listing Regulations”), and other applicable law and pursuant to the provisions of the articles of association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Sarbesh Kumar Das (DIN: 03613327), who possesses relevant expertise and experience and has signified his consent to act as an independent director of the Company, and submitted a declaration that he meet(s) the criteria for appointment of an independent director under the Companies Act and the SEBI Listing Regulations and is otherwise eligible for appointment, and who was appointed as an Additional Director of the Company with effect from August 30, 2025 under Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto four consecutive years commencing from August 30, 2025, and ending on August 30, 2029, in which he shall not be liable to retire by rotation and he shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof, in terms of the appointment letter or as may be determined by the Board from time to time.”

**7. APPOINTMENT OF MR. SAURABH PATIL (DIN: 11265825) AS AN EXECUTIVE DIRECTOR OF THE COMPANY:**

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

**“RESOLVED THAT** Mr. Saurabh Patil (DIN: 11265825) who was appointed as an Additional Director and also as an Executive Director of the Company by the Board of Directors with effect from August 30, 2025 and who holds the office up to the date of the Annual General Meeting in terms of Section 161(1) and other applicable provisions of the Companies Act, 2013 (‘the Act’) read with rules framed thereunder [including any modification(s) or re-enactment(s) thereof for the time being in force] and the Articles of Association of the Company, but who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**8. APPROVAL FOR INCREASE IN MANAGERIAL REMUNERATION OF MR. BHAVESH KHETAN, EXECUTIVE DIRECTOR**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members of the Company at this Annual General Meeting be and is hereby accorded to increase the managerial remuneration payable to Mr. Bhavesh Khetan, Executive Director (DIN: 10249740), with effect from August 1, 2025, on the revised terms and conditions of appointment and material terms of which are set out in the Explanatory Statement to this Notice of the 8<sup>th</sup> Annual General Meeting and the Board of Directors be and is hereby authorized to alter and vary such terms and conditions of appointment and remuneration notwithstanding that such remuneration may exceed the limits specified under Section 197 read with Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company shall pay Mr. Bhavesh Khetan remuneration, including salary, allowances, perquisites, and other benefits, as specified in the Explanatory Statement, as minimum remuneration, subject to compliance with the applicable provisions of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors (including any duly constituted Committee thereof) be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution, including filing necessary forms with the Registrar of Companies and obtaining any requisite approvals.”

SAMBHV STEEL TUBES LIMITED  
CIN: U27320CT2017PLC007918  
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Tel: 0771-2222360  
[cs@sambhv.com](mailto:cs@sambhv.com)  
[www.sambhv.com](http://www.sambhv.com)

**By order of the Board of Directors  
For, Sambhv Steel Tubes Limited**

Sd/-  
**Niraj Shrivastava**  
Company Secretary & Compliance Officer  
Membership No.- FCS- F 8459  
Date : August 30, 2025

## NOTES :

1. The Ministry of Corporate Affairs ("MCA") has, vide Circular Nos. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and other applicable circulars including General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (MCA) (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/ HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), AGM be convened through video conferencing ("VC") or other audio visual means ("OAVM"), without the physical presence of the Members at a common venue.

In compliance with the applicable provisions of the Act and the SEBI Listing Regulations read with aforesaid Circulars (MCA Circulars and SEBI Circulars), the 8<sup>th</sup> Annual General Meeting of the Company will be held through VC/OAVM on Monday, September 29, 2025, at 11:30 AM (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company situated at Office No. 501 to 511 Harshit Corporate, Amanaka, Raipur, Chattisgarh, India, 492001.

2. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide VC/OAVM (Video Conferencing) and e-Voting facility for the e-AGM.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Rules made thereunder, Secretarial Standard on General Meetings (SS-2) and SEBI Listing Regulations wherever applicable, in respect of the items of Special Business set out in the notice, is annexed hereto and forms part of the Notice.
4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held through VC/ OAVM pursuant to the aforesaid Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map of the venue of AGM are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC / OAVM and cast their votes through e-Voting.
5. In compliance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014 and aforesaid

Circulars, Notice of the 8<sup>th</sup> AGM along with Annual Report 2024-25 are being sent only through electronic mode to those Members whose e-mail addresses are registered with Company/ Depository Participant(s). The Company shall send physical copy of the Annual Report 2024-25 to the Members who specifically request for the same by sending an email at [cs@sambhv.com](mailto:cs@sambhv.com) . Members may note that the Annual Report 2024-25 containing Notice, Financial Statements and Other Documents will also be available on the website of the Company ([www.sambhv.com](http://www.sambhv.com) ), website of CDSL ([www.evotingindia.com](http://www.evotingindia.com)) and on the websites of the Stock Exchanges, i.e., BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India ([www.nseindia.com](http://www.nseindia.com)).

6. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's RTA, Kfin Technologies Limited, having its registered office at Selenium Tower B, Plot Nos. 31 & 32 Financial District Nanakramguda Serilingampally Mandal, Hyderabad - 500032, India, e-mail: [einward.ris@kfinetech.com](mailto:einward.ris@kfinetech.com)
7. 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 MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 8<sup>th</sup> Annual General Meeting. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-Voting as well as the e-Voting system on the date of the AGM will be provided by CDSL.
8. The Members can join the AGM through the VC / OAVM mode 15 (fifteen) 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 to at least 1000 members on first come first served basis. This will not include large 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.
9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
10. Corporate Members intending to authorize their representatives to participate and vote at the meeting are requested to send a scanned copy (PDF/JPEG format) of

the certified copy of Board Resolution authorising their representative(s) to attend the 8<sup>th</sup> AGM through VC / OAVM on their behalf and to cast their vote through e-Voting. Such documents can be sent to the Company at [cs@sambhv.com](mailto:cs@sambhv.com).

11. All the documents which are relevant and referred in the Notice and Explanatory Statement of the 8<sup>th</sup> AGM shall be available at the Registered Office of the Company for Inspection without any fee during the normal working hours on all working days, up to the date of AGM of the Company.
12. The relevant details of director seeking reappointment under Item No. 3,6,7 as required under Regulations 36(3) of SEBI Listing Regulations read with applicable provisions of the Companies Act, 2013 and Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India, are given separately as an Annexure to this Notice.
13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Agreements in which the Directors are interested, maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the Annual General Meeting
14. Any person, who acquires shares of the Company and become Member of the Company after the dispatch of the Notice of 8<sup>th</sup> AGM by email and holds shares as on Monday, September 22, 2025 ("cut-off date") may obtain the User login ID and password by sending a request to the Company's RTA at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) by mentioning their Folio No. / DP ID and Client ID No. However, if you are already registered with CDSL for remote e-Voting then you can use your existing User ID and password for casting your vote. If you forget your password, you can reset your password by using "Forget User Details/Password" option available on [www.evotingindia.com](http://www.evotingindia.com).
15. The Members whose names appear in the Register of Members / List of Beneficial Owners maintained by the depositories as on Monday, September 22, 2025 (cut-off date) only shall be entitled to avail the facility of remote e-Voting or e-Voting during the AGM
16. Mr. Rohtash Kumar Agrawal, (Membership No. F5537, COP No.- 4015), Proprietor of M/s. Rohtash Agrawal & Co., Unique Code- S2001CG034400, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the entire e-Voting process (remote e-Voting and e-Voting at the AGM) in a fair and transparent manner.
17. The Scrutinizer shall immediately after the conclusion of e-Voting at the 8<sup>th</sup> AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast through remote e-Voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against,

invalid votes, if any, to the Chairman. The voting results declared along with Scrutinizer's Report will be announced within two working days of the conclusion of AGM. The said results shall be placed on the Company's website at [www.sambhv.com](http://www.sambhv.com) and simultaneously intimated to the CDSL and National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE"). The Scrutinizer's decision on the validity of votes cast will be final.

18. General instructions for accessing and participating in the 8<sup>th</sup> AGM through VC / OAVM facility and voting through electronic means including remote e-Voting:

### THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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

- (i) The voting period begins on Thursday, September 26, 2025 at 9:00AM and ends on Sunday, September 28, 2025 at 5:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, September 22, 2025 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 venue.
- (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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL 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 users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 &amp; voting during the meeting</li> </ol>

Type of shareholders	Login Method
	4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> 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 (DP)</b>	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 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 toll free no. 1800 21 09911
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 : 022 - 4886 7000 and 022 - 2499 7000

**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 meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - Click on "Shareholders" module.
  - Now enter your User ID
    - For CDSL: 16 digits beneficiary ID,
    - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - Next enter the Image Verification as displayed and Click on Login.
  - 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 e-voting of any company, then your existing password is to be used.
  - If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>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.</li> </ul>

- (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 shareholders 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 for the relevant Sambhv Steel Tubes Limited on which you choose to vote.
- (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) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
  - ❖ 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 a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- ❖ The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- ❖ It is Mandatory that, 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 mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [info@sambhv.com](mailto:info@sambhv.com) / [cs@sambhv.com](mailto:cs@sambhv.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

#### **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING 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 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 e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders 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 by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@sambhv.com](mailto:cs@sambhv.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@sambhv.com](mailto:cs@sambhv.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM 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 during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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 **Company/RTA email id.**
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 21 09911.

# EXPLANATORY STATEMENT

## Statement pursuant to Section 102(1) of the Companies Act, 2013 ('Act')

The following Statement sets out all material facts relating to Item Nos. 4, 5, 6, 7 and 8 mentioned in the accompanying Notice.

### Item No. 4

#### Appointment Of Secretarial Auditors

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any ("the Act"), the Audit Committee and the Board of Directors at their respective meetings held on August 30, 2025 have recommended and approved subject to approval of Members, appointment of M/s. Agrawal & Agrawal, Practicing Company Secretaries, (Firm registration number P2005CG001100) as Secretarial Auditors for a term of 5(Five) consecutive years from April 1, 2025 till March 31, 2030.

#### Brief Profile of the Secretarial Auditor

M/s Agrawal & Agrawal, Company Secretaries, Raipur, is a partnership firm, registered as a Practicing Company Secretaries firm in India with the Institute of Company Secretaries of India (ICSI), having experience of over 20 years in handling complex legal issues touching on almost all aspects of Indian Corporate law, is an integrated service law firm focused on corporate laws, we have immense knowledge and experience in dealing with matters related with Company Law, Legal Due Diligence, Joint Ventures, Mergers, Takeover and Acquisitions etc. The firm engaged in compliances, approvals from various government departments including approvals from the Registrar of Companies, Ministry of Corporate Affairs, Regional Director (RD), National Company Law Tribunal (NCLT), Reserve Bank of India (RBI) etc. we have been in the forefront of the corporate sphere, having advised and represented corporate clients from across India, through a combination of hand holding and guidance.

The firm is Peer reviewed and Quality reviewed in terms of the guidelines issued by the ICSI.

M/s Agrawal & Agrawal, has been the Secretarial Auditors of the Company since FY 2021-2022 and as part of their Secretarial audit they have demonstrated their expertise and proficiency in handling Secretarial audits of the Company till date.

M/s Agrawal & Agrawal, have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified by the Institute of Companies Secretaries of India. They have further confirmed that they are not disqualified to be appointed as Secretarial Auditors in term of provisions of the Companies Act, 2013, the Companies Secretaries Act, 1980

and Rules and Regulations made thereunder and the SEBI Listing Regulations read with SEBI Circular dated December 31, 2024.

Terms and conditions of appointment & remuneration:

- a) **Term of appointment:** 5(Five) consecutive years commencing from April 1, 2025 up to March 31, 2030.
- b) **Remuneration:** ₹0.050 million (Rupees fifty thousand only) per annum plus applicable taxes and other out-of-pocket expenses in connection with the Secretarial audit for Financial Years ending March 31, 2026 and March 31, 2027. The proposed fee is based on knowledge, expertise, industry experience, time and efforts required to be put in by the Secretarial auditor, which is in line with the industry benchmark. The payment for services in the nature of certifications and other professional work will be in addition to the Secretarial audit fee and shall be determined by the Audit Committee and/or the Board of Directors.

Fee for subsequent year(s): As determined by the Audit Committee and/or the Board of Directors.

#### c) Basis of recommendations:

The Audit Committee and the Board of Directors have approved & recommended the aforementioned proposal for approval of Members taking into account the eligibility of the firm, qualification, experience, independent assessment & expertise of the Partners in providing Secretarial audit related services, competency of the staff and Company's previous experience based on the evaluation of the quality of audit work done by them in the past.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No.4.

Basis the rationale and justification provided above, the Board recommends Ordinary resolution under Item No. 4 of the accompanying Notice for approval of Members.

### Item No.5

#### Ratification of remuneration to Cost Auditors for financial year ending 31<sup>st</sup> March, 2026

The Board of Directors of the Company, on the recommendation of the Audit Committee, at their meeting held on 24<sup>th</sup> April, 2025, approved the appointment of M/s AS Rao & Co., Cost Accountants (Firm Registration No. 000326) as the Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2026 at a remuneration of ₹0.035 million (Rupees Thirty Five Thousand) plus payment of applicable taxes and reimbursement of out-of-pocket expenses incurred by the Cost Auditors in connection with the aforesaid audit.

In terms of the provisions of Section 148(3) of the Act read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the Members of the Company are required to ratify the remuneration proposed to be paid to the Cost Auditors.

None of the Directors or Key Managerial Personnel or their relatives, are concerned or interested, financially or otherwise, in this Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 5 for the approval of Members.

### Item No.6

#### **Appointment of Mr. Sarbesh Kumar Das as an independent director of the company:**

The Board of Directors of the Company had appointed of Mr. Sarbesh Kumar Das as an Additional Director (Non- Executive Independent Director) of the Company with effect from August 30, 2025. In accordance with the provisions of Section 161 of Companies Act, 2013, Mr. Sarbesh Kumar Das shall hold office up to the date of the forthcoming Annual General Meeting and is eligible to be appointed as an Independent Director for a term upto four years. The Company has received notice under Section 160 of the Companies Act, 2013 from Mr. Sarbesh Kumar Das signifying his candidature as an Independent Director of the Company.

Mr. Sarbesh Kumar Das holds a bachelor's degree in science - Physics from Ravenshaw College ( Utkal University ) in Cuttack, holds a masters in science – Physics from Ravenshaw College Utkal University ) in Cuttack, master's in public administration from Utkal University, Bhubaneswar and post graduate diploma in Sales & Marketing from Bhavan's College of Communication & Management from Kolkata.

Also attended Special Management Training Program for PSU Senior Executives from IIM Kolkata, South Korea and Vietnam . He has rich experience over 35 years in Mining / Steel Industries and managing Medium/Large Business Units/Organisations and formulation and implementation of Business, Marketing/ Sales, Procurement and Pricing strategies. He was previously associated as Whole Time Director in NMDC Limited. He is currently associated as Independent Director on the Board of Tirupati Medicare Limited and The Odisha State Police Housing and Welfare Corporation Limited.

The Company has received a declaration of independence from Mr. Sarbesh Kumar Das. In the opinion of the Board, Mr. Sarbesh Kumar Das fulfills the conditions specified in the Companies Act, 2013 and the Equity Listing Agreement, for appointment as Independent Director of the Company. A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company [www.sambhv.com](http://www.sambhv.com)

None of the Directors or Key Managerial Personnel and their relatives, except Mr. Sarbesh Kumar Das, are concerned or

interested (financially or otherwise) in this Resolution. The Board commends the Special Resolution set out at Item no. 6 for approval of the Members.

### Item No. 7

#### **Appointment of Mr. Saurabh Patil as an Executive Director of the company:**

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company, identified Mr. Saurabh Patil's (DIN: 11265825), having over two decades experience in project management, operations, and leadership, primarily in the steel and manufacturing sectors, meets the skills and capabilities required for the role of Director of the Company. Based on the recommendation of the NRC, the Board of Directors at its Meeting held on August 30, 2025, appointed Mr. Saurabh Patil (DIN: 11265825) as an Additional Director (- Executive, Non-Independent) of the Company with effect from August 30, 2025.

In terms of Section 161(1) of the Act and Articles of Association of the Company, Mr. Saurabh Patil holds office up to the date of this Annual General Meeting ('AGM') and is eligible for appointment as a Director. The Company has received a Notice from a Member in writing under Section 160(1) of the Act proposing his candidature for the office of Director.

Mr. Saurabh Patil holds a bachelor's degree in computer applications from Pt. Makhanlal Univeristy and a master's degree in Business Administration from Pt. Ravishankar Shukla University, Raipur. He has over two decades experience in project management, operations, and leadership, primarily in the steel and manufacturing sectors. He was previously associated with as General Manager of Ganpati Ispat Private Limited since 2010 to 2025, Deputy Manager at HDFC Bank in the year 2007 and as a Unit Manager at ICICI Prudential in the 2005 to 2007. He is associated with our Company as Assistant Vice President in the SMS Division since April 2025.

Mr. Saurabh Patil has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to appointment by the Members. Further, he has also confirmed that he is not debarred from holding the office of a director pursuant to any SEBI Order or any such Authority. The Board is of the opinion that Mr. Saurabh Patil possesses the identified core skills, expertise and competencies fundamental for effective functioning in his role as a Director of the Company and considers that the association of Mr. Saurabh Patil would be of immense benefit to the Company. In compliance with the provisions of the Act and Regulation 17 of the SEBI Listing Regulations, the appointment of Mr. Saurabh Patil as a Director is now being placed before the Members for their approval. The Board commends the Ordinary Resolution set out in Item No. 7 of the accompanying Notice for approval of the Members. None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Mr. Saurabh Patil and his relatives, are concerned or interested, financially or otherwise, in the resolution

set out at Item No. 7 of the accompanying Notice. Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the ICSI are annexed to this Notice.

## Item No. 8

### Approval for Increase In Managerial Remuneration Of Mr. Bhavesh Khetan, Executive Director

The Board of Directors, at its meeting held on August, based on the recommendation of the Nomination and Remuneration Committee, has approved the proposal to increase the remuneration of Mr. Bhavesh Khetan, Executive Director (DIN: 10249740), with effect from August 1, 2025, for the period of 5 years, subject to the approval of the shareholders at this Annual General Meeting.

#### Current and Proposed Remuneration:

- ❖ **Current Remuneration:** Remuneration paid was ₹0.75 million per month.
- ❖ **Proposed Remuneration:** The proposed remuneration is ₹1.00 Million per month.
- ❖ **Rationale for Increase:** The proposed increase in remuneration is justified considering Mr. Bhavesh Khetan's significant contributions to the Company's growth, strategic leadership, and industry expertise, which have enhanced the Company's performance and market position.
- ❖ **Terms & Conditions:**
  - I. The executive Director is entitled to reimbursement of all actual expenses as per the Rules of the Company including on entertainment and travelling incurred in the course of Company's business.
  - II. The Executive Director is entitled to avail fully paid leaves as per the Rules of the Company as applicable to the senior executives.

- III. The Executive Director is entitled all the benefits under the schemes, privileges and amenities as are granted to the managerial personnel as per Companies Act, 2013 and its rules, regulations in force from time to time.
- IV. The Executive Director is not entitled to payment of any sitting fees for attending the Board Meetings or Committee meetings thereof.
- V. The appointment shall be terminated by the Company by giving him six months' notice or on payment of six months' basic salary in lieu thereof and by him by giving six months' notice.
- VI. For other terms and conditions not specifically spelt out above, the provisions of Companies Act and rules shall be applicable.

#### Compliance with Companies Act, 2013:

The proposed remuneration exceeds the limits prescribed under Section 197 of the Companies Act, 2013 (i.e., the remuneration payable to directors who are neither managing directors nor whole-time directors shall not exceed,—(A) one per cent. of the net profits of the company, if there is a managing or whole-time director or manager or 11% for all managerial personnel, as applicable). In case of inadequacy of profits, the remuneration will comply with the limits specified in Schedule V of the Companies Act, 2013, or as approved by the shareholders.

#### Interest of Directors:

Except Mr. Bhavesh Khetan, who is interested in this resolution to the extent of the remuneration payable to him, no other Director, Key Managerial Personnel, or their relatives have any direct or indirect interest in this resolution.

The Board recommends the Special Resolution for your approval.

## ANNEXURES (As per Note No. 12 of the Notice)

### Details of Directors seeking appointment/re-appointment at the 8<sup>th</sup> Annual General Meeting to be held on September 29, 2025

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2)]

Agenda Item no.	3
Name of Director	Mr. Bhavesh Khetan
Category	Executive Director
Director Identification Number (DIN)	10249740
Date of Birth and Age	January 8, 1989
Nationality	Indian
Residential Address (along with Phone, Fax and Email)	E-18, Behind Krishana Adlab Cinema, Samta Colony, in front of Sankalp Vatika Garden, Raipur, Chhattisgarh 492 001, India
Educational/ Professional Qualifications	He holds a bachelor's degree in commerce from Pt. Ravishankar Shukla University, Raipur
Expertise in specific functional area	he was associated as a proprietor with Vinayak Traders which is involved in trading of iron, scrap and coal

First appointment on the Board of the Company	July 22,2023
Date of appointment in current designation	July 22,2023
Terms and Conditions of Appointment	Liable to retire by rotation
Remuneration details	0.75 million per month
Number of shares held in the Company (including shareholding as a beneficial owner) as on 31 March 2025	4,666,660
Relationship with other Directors/Manager/ Key Managerial Personnel	NIL
Number of Board Meetings attended during the Financial Year 2024-2025	16/16
Directorships held in other Companies in India	NIL
Name(s) of other organizations or entities or associations or Unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the Company and regulators, if any	NIL
Chairmanships/Memberships of the Committees of other Listed and public limited companies as on 31 March 2025:	
Audit Committee	NIL
Stakeholders' Relationship Committee	NIL
Nomination and Remuneration Committee	NIL
CSR Committee	NIL
Other Committee(s)	NIL
Brief Resume of Director	He holds a bachelor's degree in commerce from Pt. Ravi Shankar Shukla University, Raipur. Prior to joining our Company, he was associated as a proprietor with Vinayak Traders which is involved in trading of iron, scrap and coal. He has over 10 years of experience in trading of iron, scrap and coal.
Listed entities from which the person has resigned in the past three years	NIL

Agenda Item no.	6
Name of Director	Mr. Sarbesh Kumar Das
Category	Independent Director
Director Identification Number (DIN)	03613327
Date of Birth and Age	August 29,1954
Nationality	Indian
Residential Address (along with Phone, Fax and Email)	Jyothi manor, 41 - Srinagar colony, Flat no -401, Hyderabad - 500073, Telangana, India
Educational/ Professional Qualifications	<p>He holds a bachelor's degree in science - Physics from Ravenshaw College ( Utkal University) in Cuttack, holds a masters in science – Physics from Ravenshaw College (Utkal University) in Cuttack, master's in public administration from Utkal University, Bhubaneshwar and post graduate diploma in Sales &amp; Marketing from Bhavan's College of Communication &amp; Management from Kolkata.</p> <p>Also attended Special Management Training Program for PSU Senior Executives from IIM Kolkata, South Korea and Vietnam .</p>

Expertise in specific functional area	Have rich experience over 35 years in Mining / Steel Industries and managing Medium/Large Business Units/Organisations and formulation and implementation of Business, Marketing/Sales, Procurement and Pricing strategies.
First appointment on the Board of the Company	August 30, 2025
Date of appointment in current designation	August 30, 2025
Terms and Conditions of Appointment	Not Liable to retire by rotation
Remuneration details	-
Number of shares held in the Company (including shareholding as a beneficial owner) as on 31 March 2025:	NIL
Relationship with other Directors/Manager/ Key Managerial Personnel	NIL
Number of Board Meetings attended during the Financial Year 2024-2025	NIL
Directorships held in other Companies in India	NIL
Name(s) of other organizations or entities or associations or Unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the Company and regulators, if any	NIL
Chairmanships/Memberships of the Committees of other Listed and public limited companies as on 31 March 2025:	
Audit Committee	Tirupati Medicare Limited
Stakeholders' Relationship Committee	NIL
Nomination and Remuneration Committee	Tirupati Medicare Limited
CSR Committee	The Odisha State Police Housing and Welfare Corporation Limited
Other Committee(s)	NIL
Brief Resume of Director	<p>Mr. Sarbesh Kumar Das holds a bachelor's degree in science - Physics from Ravenshaw College ( Utkal University ) in Cuttack, holds a masters in science – Physics from Ravenshaw College (Utkal University ) in Cuttack, master's in public administration from Utkal University, Bhubaneswar and post graduate diploma in Sales &amp; Marketing from Bhavan's College of Communication &amp; Management from Kolkata.</p> <p>Also attended Special Management Training Program for PSU Senior Executives from IIM Kolkata, South Korea and Vietnam. He has rich experience over 35 years in Mining / Steel Industries and managing Medium/Large Business Units/Organisations and formulation and implementation of Business, Marketing/Sales, Procurement and Pricing strategies. He was previously associated as Whole Time Director in NMDC Limited. He is currently associated as Independent Director on the Board of Tirupati Medicare Limited and The Odisha State Police Housing and Welfare Corporation Limited.</p>
Listed entities from which the person has resigned in the past three years	NIL

Agenda Item no.	7
Name of Director	Mr. Saurabh Patil
Category	Executive Director
Director Identification Number (DIN)	11265825
Date of Birth and Age	July 12, 1982
Nationality	Indian
Residential Address (along with Phone, Fax and Email)	House No. MIG -8, Mahavir Nagar, Shreeya Kunj, Telibandha, Raipur (C.G.)-492001
Educational/ Professional Qualifications	He holds a bachelor's degree in computer applications from Pt. Makhnallal University and a master's degree in Business Administration from Pt. Ravishankar Shukla University, Raipur.
Expertise in specific functional area	He was previously associated with as General Manager of Ganpati Ispat Private Limited since 2010 to 2025, Deputy Manager at HDFC Bank in the year 2007 and as a Unit Manager at ICICI Prudential in the 2005 to 2007.
First appointment on the Board of the Company	August 30, 2025
Date of appointment in current designation	August 30, 2025
Terms and Conditions of Appointment	Liable to retire by rotation
Remuneration details	3 million per annum
Number of shares held in the Company (including shareholding as a beneficial owner) as on 31 March 2025:	NIL
Relationship with other Directors/Manager/ Key Managerial Personnel	NIL
Number of Board Meetings attended during the Financial Year 2024-2025	NIL
Directorships held in other Companies in India	NIL
Name(s) of other organizations or entities or associations or Unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the Company and regulators, if any	NIL
Chairmanships/Memberships of the Committees of other Listed and public limited companies as on 31 March 2025:	
Audit Committee	NIL
Stakeholders' Relationship Committee	NIL
Nomination and Remuneration Committee	NIL
CSR Committee	NIL
Other Committee(s)	NIL
Brief Resume of Director	Mr. Saurabh Patil holds a bachelor's degree in computer applications from Pt. Makhnallal University and a master's degree in Business Administration from Pt. Ravishankar Shukla University, Raipur. He has over two decades experience in project management, operations, and leadership, primarily in the steel and manufacturing sectors. He was previously associated with as General Manager of Ganpati Ispat Private Limited since 2010 to 2025, Deputy Manager at HDFC Bank in the year 2007 and as a Unit Manager at ICICI Prudential in the 2005 to 2007. He is associated with our Company as Assistant Vice President in the SMS Division since April 2025.
Listed entities from which the person has resigned in the past three years	NIL