



*Dear Shareholder,*

*Letter from the Director and Shorter Notice of Annual General Meeting*

I am writing to you with details of the 20<sup>th</sup> Annual General Meeting (the 'AGM') of Jaideep Ispat and Alloys Private Limited (the 'Company') to be held at 5:45 P.M on Monday, 30<sup>th</sup> September, 2024 at 103, Laxmi Tower, 576, M.G. Road, Indore (M.P.) - 452001. The formal Notice of AGM is set out below.

The business of the AGM includes the consideration of the Annual Report and Financial Statements for the Financial year ending 31<sup>st</sup> March, 2024, Ratification of Remuneration of the Cost Auditor, Approval for Appointment of Joint Statutory Auditor for the term of five years, Approval for Alteration in the Clause III (B) of Object clause of Memorandum of Association.

Enclosed in this Notice is an attendance slip for use in relation to the AGM.

Your Directors consider that the proposed resolutions in the Notice of AGM are in the best interests of the Company and shareholders as a whole and unanimously recommend that you vote in favor of each of the resolutions as they intend to do so in respect of their own beneficial holdings.

Place: Indore  
Date: 30.09.2024

Jaideep Ispat and Alloys Private Limited

Vimal Todi

Chairman and Whole Time Director

DIN: 00106880



**SHORTER NOTICE OF 20<sup>TH</sup> ANNUAL GENERAL MEETING**

**SHORTER NOTICE** is hereby given that the 20<sup>th</sup> Annual General Meeting of the Members of Jaideep Ispat and Alloys Private Limited will be held on Monday, the 30<sup>th</sup> September, 2024 at 5:45 P.M at the Registered Office of the Company situated at 103, Laxmi Tower, 576 M.G. Road, Indore (M.P.) - 452001 :-

**ORDINARY BUSINESS**

**ITEM NO. 1 – ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS ALONG WITH REPORT OF THE BOARD’S AND AUDITOR’S FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2024 AND IN THIS REGARD TO CONSIDER AND IF THOUGHT FIT AND TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION**

To receive, consider and adopt the Standalone Audited Financial Statements containing the Balance Sheet and Statement of Profit and Loss and Cash Flow Statements of the Company for the year ended 31<sup>st</sup> March, 2024 and the report of the Board and Auditors thereon.

**ITEM NO. 2 – ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS ALONG WITH REPORT OF THE BOARD’S AND AUDITOR’S FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2024 AND IN THIS REGARD TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION**

To receive, consider and adopt the Consolidated Audited Financial Statements containing the Balance Sheet and Statement of Profit & Loss and Cash Flow Statements of the Company for the year ended 31<sup>st</sup> March, 2024 and the report of the Board and Auditors thereon.

**ITEM NO.3 APPROVAL FOR RE-APPOINTMENT OF M/S. M S K C & ASSOCIATES, CHARTERED ACCOUNTANTS, HYDERABAD (FRN: 001595S) , AS JOINT STATUTORY AUDITORS TO HOLD OFFICE ALONG WITH M/S. RAWKA & ASSOCIATES, CHARTERED ACCOUNTANTS, INDORE FOR THE PERIOD OF 5 YEARS FOR THE FINANCIAL YEAR 2024-25 TO 2028-29**

“RESOLVED THAT pursuant to the provisions of Sections 139 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), as recommended by Board of Directors of the company, M/S. M S K C & ASSOCIATES, CHARTERED ACCOUNTANTS, HYDERABAD (FRN: 001595S), be and are hereby re-appointed as the Joint Statutory Auditors of the Company to hold the office for a tenure of 5 (five) years from the conclusion of this 20<sup>th</sup> Annual General Meeting until the conclusion of 25<sup>th</sup> Annual General Meeting of 2029 i.e. for the Financial year 2024-25 to 2028-29, at such remuneration as may be mutually agreed by and between the Board of Directors of the Company and the Auditors together with the applicable taxes and reimbursement of out of pocket expenses in connection with the Audit;

RESOLVED FURTHER THAT Mr. Pawan Singhania (DIN: 00390905), Vice Chairman and Whole Time Director or Mr. Avinash Todi (DIN: 01970390), Managing Director or Mr. Deepak Damodar Saraf, CFO or Mr. Abhishek Mahajan (A32961), Company Secretary of the Company be and are hereby authorized severally to do such acts, deeds and things as may be required for re-appointment as Joint Statutory Auditor. Further they are severally authorized to file ADT-1 for Re-appointment of Auditor as Per Rule 4(2) of Companies (Audit and Auditors) rules 2014 with the concerned Registrar of Companies, to give effect to the aforementioned resolution.”



**SPECIAL BUSINESS**

**ITEM NO. 4-RATIFICATION OF REMUNERATION OF THE COST AUDITOR AND IN THIS REGARD TO CONSIDER AND IF THOUGHT FIT AND TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any amendment, modification or variation thereof, the Company hereby ratifies the remuneration of Rs.1,05,600/- plus applicable taxes and out-of-pocket expenses payable to K.G Goyal & Co. Cost Accountants who have been appointed by the Board of Directors as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended, for the Financial Year ending March 31, 2025.”

**ITEM NO. 5- APPROVAL FOR ALTERATION OF CLAUSE III (B) OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY BY INSERTION OF NEW OBJECT CLAUSE**

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the members of the Company be and is hereby accorded, to alter Clause III (B) in the Memorandum of Association by inserting following new object clause after existing clause 18:

*19. To set-up facilities for generation of power for captive consumption of the Company from conventional sources such as thermal, hydel, nuclear or from non-conventional sources such as tide, wind, solar, geo-thermal etc. including operation/maintenance of facilities for generation and distribution of all forms of energy.*

RESOLVED FURTHER THAT Mr. Vimal Todi (00106880), Chairman and Whole Time Director or Mr. Pawan Singhania (00390905), Executive Vice Chairman and Whole Time Director or Mr. Avinash Todi (01970390), Managing Director or Mr. Abhishek Mahajan (A32961), Company Secretary of the Company be and are hereby authorized severally to do all such acts, deeds, matters and things and to sign all such documents and writings as may be deemed necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto.”

Place: Indore  
Date: 30.09.2024

By Order of the Board of Directors,  
Jaideep Ispat and Alloys Private Limited

  
Abhishek Mahajan  
Company Secretary  
ACS: 32961



**NOTES:**

- (a) The Statement, pursuant to Section 102 of the Companies Act, 2013, setting out the material facts relate to Special Business to be transacted at the meeting is annexed hereto.
- (b) Corporate members intending to send their authorized representatives to attend the Annual General Meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the Meeting.
- (c) Members/Authorized representatives are requested to bring the duly filled Attendance Slip enclosed herewith to attend the Meeting.
- (d) Relevant documents referred to in the Notice and the accompanying Statement are open for inspection by Members at the Registered Office of the Company during business hours on all working days, up to the date of the Meeting.
- (e) Pursuant to Provision of Section 105 and other applicable rule with applicable Secretarial Standard, Proxy form is not applicable since the Annual General Meeting is conducted at a Shorter Notice.

**Place: Indore**  
**Date: 30.09.2024**

**By Order of the Board of Directors,  
Jaideep Ispat and Alloys Private Limited**

  
**Abhishek Mahajan**  
**Company Secretary**  
**ACS: 32961**





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

**Item No.3**

M/s M S K C & Associates, Chartered Accountants, Hyderabad (FRN: 001595S), were appointed as the Joint Statutory Auditors of the Company at the Meeting of Board of Directors held on September 30<sup>th</sup>, 2024 for the period of 5 (five) years for the Financial year 2024-25 to 2028-29.

M/s M S K C & Associates, Chartered Accountants, have given their consent to be re-appointed as the Statutory Auditors of the Company along with a confirmation that, their re-appointment, if approved by the members, would be within the limits prescribed under the Companies Act, 2013.

The board of directors has proposed the resolutions for your approval.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

**Item No. 4**

The Company is required under Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, to have the audit of its cost records for products covered under the Companies (Cost Records and Audit) Rules, 2014 conducted by a Cost Accountant in Practice. The Board of Directors of the Company has approved the appointment and remuneration of K.G Goyal & Co., Cost Accountants as the Cost Auditor of the Company for the Financial Year 2024-25.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors approved by the Board of Directors has to be ratified by the Members of the Company.

Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors of the Company for the Financial Year ending March 31, 2025.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No.4 of the Notice.

The Board recommends the resolution set forth in Item No. 4 for the approval of the Members.

**Item No. 5**

Pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under and subject to the approval of the Registrar of Companies, Madhya Pradesh consent of the members of the Company be and is hereby accorded, to alter Clause III (B) in the Memorandum of Association as given below:

Alteration of Clause III (B) in the Memorandum of Association by inserting following new object clause after existing clause 18:

***19. To set-up facilities for generation of power for captive consumption of the Company From conventional sources such as thermal, hydel, nuclear or from non-conventional sources such as tide, wind, solar, geo-thermal etc. including operation/maintenance of facilities for generation and distribution of all forms of energy.***

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned above.

The Board recommends the resolution set for the approval of the Members.

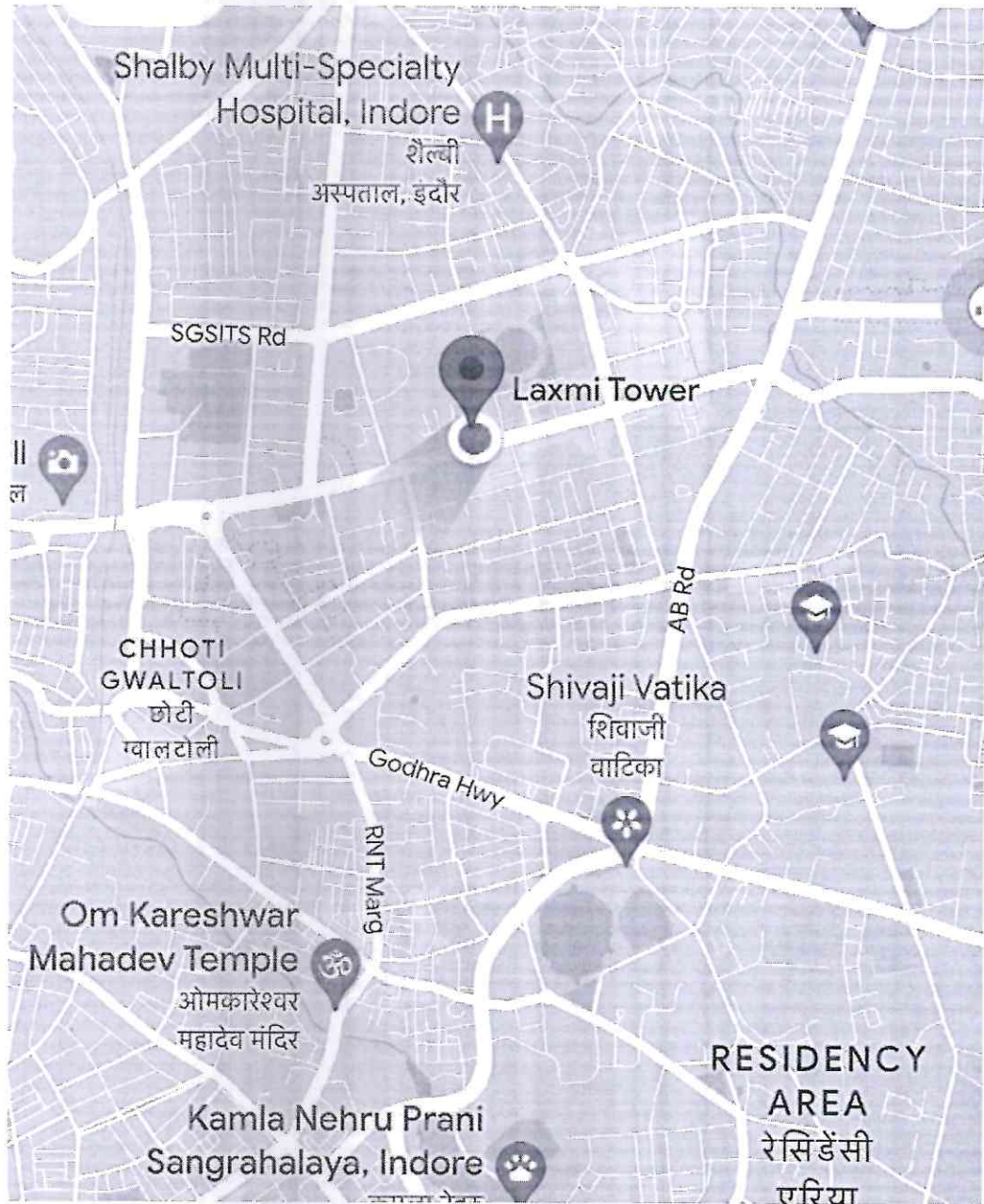
By Order of the Board of Directors,  
Jaideep Ispat and Alloys Private Limited

Place: Indore  
Date: 30.09.2024

  
Abhishek Mahajan  
Company Secretary  
ACS: 32961



**ROUTE MAP**





**ATTENDANCE SLIP**

**20<sup>th</sup> Annual General Meeting of JAIDEEP ISPAT AND ALLOYS PRIVATE LIMITED held on Monday,  
30<sup>th</sup> September, 2024 at 103, Laxmi Tower 576, M.G Road INDORE (M.P.) 452001**

R.F. No. /Ledger Folio No. \_\_\_\_\_

Mr./Mrs./Miss \_\_\_\_\_

(Shareholders' name in block letters)

I/We certify that I/We am/are registered shareholder for the registered shareholder of the company.

I/We hereby record my/our presence at the 20<sup>th</sup> Annual General Meeting of the company at the aforesaid address on....., 2024.

(If signed by proxy, his name should be written in block letters) \_\_\_\_\_

(Shareholders Signature)

Note:

1. Shareholders/authorized representatives are requested to bring the attendance Slips with them when they come to the meeting and hand over them at the entrance after affixing their signatures on them.