



# SINTERCOM

SINTERCOM INDIA LIMITED

CIN: L29299PN2007PLC129627

Registered Office: Gat No.127, At Post Mangrul, Taluka Maval (Talegaon Dabhade) Pune-410507

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## NOTICE OF THE POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013  
read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 each as  
amended]

Voting Starts on	Voting ends on
20 <sup>th</sup> February, 2025	21 <sup>st</sup> March, 2025

Dear Members,

Notice is hereby given that pursuant to the provisions of Sections 110 and 108 of the Companies Act, 2013 (the 'Act') read with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto, Secretarial Standard-2 on General Meetings (the 'SS-2'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the 'MCA'), vide General Circular No. 09/2023 issued on 25th September 2023 and 9/2024 dated September 19, 2024, read with other circulars issued from time to time in this regard (the 'MCA Circulars'), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the items of special business as set out in this Notice are proposed to be passed by the Members of Sintercom India Limited (the 'Company') by way of postal ballot (the "Postal Ballot") only by way of e-voting ("e-voting") process. A Statement of Material facts pertaining to the said resolutions and the reasons/rationale thereof forms part of this Postal Ballot notice ("the Notice" or "the Postal Ballot Notice").

MCA vide the above-mentioned circulars has advised companies to take all decisions requiring members' approval (other than items of ordinary business or business where any person has a right to be heard) through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act. MCA has further clarified that for companies that are required to provide e-voting facility under the Act while they are transacting any business(es) by Postal Ballot up to September 30, 2025, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable, mutatis mutandis.

The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the services of National Securities Depository Limited (NSDL) for facilitating e-voting process. The Company has made necessary arrangements NSDL to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

The resolutions proposed to be passed through postal ballot together with the Explanatory statements setting out the material facts are as under:

### **Special Business**

#### **Item No. 1: Appointment of Mr. Partha Pati (DIN- 10936689) as a Non-Executive Independent Director of the Company;**

*To consider and, if thought fit, to pass the following as a **Special Resolution with or without modification(s)**, which, however, will be deemed to have been passed if the conditions of proviso to Regulation 25(2A) of SEBI Listing Regulations are satisfied:*

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161 Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (**‘Act’**) and the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“LODR Regulations”**), including any statutory modification(s) or re-enactment thereof for the time being in force, the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors of the Company (**“Board”**), Mr. Partha Pati (DIN: 10936689), who was appointed as an Additional, Non-executive Independent Director of the Company under section 161 of the Act, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of a director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years, i.e., with effect from 04<sup>th</sup> February, 2025 to 03<sup>rd</sup> February, 2030 (both days inclusive).

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Mr. Partha Pati (DIN: 10936689), be paid such fees and commission, as may be approved by the Board and subject to such limits as may be prescribed, from time to time.

**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution.

**Item No. 2: Approve the remuneration of Mr. Jignesh Raval (DIN: 01591000), Managing Director of the Company;**

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

“RESOLVED THAT pursuant to the provisions of section 197, 198 and 203 read with other applicable provisions and Schedule V of the Companies Act, 2013 (“Act”) and the provisions of Articles of Association of the Company and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company (“Board”), approval of the members of the Company be and is hereby accorded for payment of following remuneration to Mr. Jignesh Raval (DIN: 01591000) Managing Director of the Company (who was appointed at the Extra Ordinary General Meeting of the Company held on 10th November, 2022 for a period of 5 years w.e.f 1 January 2023 to 31st December, 2027) during the remaining period of his present tenure i.e. for the period from 01<sup>st</sup> April 2025 to 31st December, 2027 as mentioned hereunder:

Particulars	Amount (Rs.) 2024-2025 (As Approved by members*)	Amount (Rs.) 2025-2026	Amount (Rs.) 2026-2027
<b>Fixed Remuneration:</b>			
Salaries & Allowances	15,846,607	15,846,607	15,846,607
Other Perquisites (details below)	4,000,000	4,000,000	4,000,000
<b>Total Fixed Remuneration</b>	19,846,607	19,846,607	19,846,607
<b>Variable Remuneration</b>			
Performance Incentives	5,000,000	5,000,000	5,000,000

The above remuneration is for the remaining period of his present tenure i.e. for the period from 01<sup>st</sup> April 2025 to 31st December, 2027.

*\*in Extra Ordinary General Meeting held on 10th November, 2022.*

**Other Perquisites includes-**

- a) Company Provided Car for Official use along with Driver
- b) Personal Accident Policy for him and his immediate family
- c) Group Mediclaim Policy for him and his family.
- d) Contribution to Provident Fund, Superannuation fund or annuity fund (Included in the above salaries and allowance)
- e) Gratuity as per applicable laws

**RESOLVED FURTHER THAT** where in any financial year during the tenure of the said Managing Director, the Company has no profits or profits are inadequate, the aforesaid remuneration or remuneration may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration.

**RESOLVED FURTHER THAT** any of the Directors or the Company Secretary or the Chief Financial Officer of the Company, be and are hereby severally authorized to execute all such agreements, documents, instruments and writings as deemed necessary, with power to settle all questions, difficulties or doubts that may arise in this regards as it may in its sole and absolute discretion deem fit and to do all such acts, deeds, matters and things as it may consider necessary and desirable and to delegate all or any of its power herein conferred to any officer(s) of the Company, to give effect to this resolution.”

**Item No. 3: To consider the Approval of Material Related Party Transaction proposed to be entered into by the Company during financial years 2025-26 with MIBA SINTER AUSTRIA GmbH;**

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

“**RESOLVED THAT** pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**LODR Regulations**”), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 (“**Act**”) read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], other applicable laws / statutory provisions, if any, the Company’s Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s) as may be required and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “**Board**”, which term shall be deemed to include the Audit Committee or any other Committee constituted/ empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s)/ Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the **COMPANY AND MIBA SINTER AUSTRIA GmbH**, a related party of the Company, as per the set out in the explanatory statement annexed to this notice, for an aggregate value not exceeding **Rs. 50 Crore**, during the financial year 2025-26, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is / are carried out at an arm’s length pricing basis and in the ordinary course of business.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respects.”

**Item No. 4: To consider the Approval of Material Related Party Transaction proposed to be entered into by the Company during financial years 2025-26 with AJ Fibertek India Private Limited;**

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

**“RESOLVED THAT** pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“LODR Regulations”**), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 (**“Act”**) read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], other applicable laws / statutory provisions, if any, the Company’s Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s) as may be required and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the **‘Board’**, which term shall be deemed to include the Audit Committee or any other Committee constituted/ empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s)/ Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the **COMPANY AND AJ FIBERTEK INDIA PRIVATE LIMITED**, a related party of the Company, as per the set out in the explanatory statement annexed to this notice, for an aggregate value not exceeding **Rs, 12 crore**, during the financial year 2025-26, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is / are carried out at an arm’s length pricing basis and in the ordinary course of business.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respects.”

**By Order of the Board of Directors  
Sintercom India Limited**

**Prathama Gugale  
Company Secretary  
ACS: 46385**

Date: 10<sup>th</sup> February, 2025  
Place: Pune

**Registered Office:**

**Sintercom India Limited**  
Gat No. 127, At Post : Mangrul,  
Tal : Maval, Talegaon Dabhade,  
Pune – 410507.  
Email: [investor@sintercom.co.in](mailto:investor@sintercom.co.in)  
Website: [www.sintercom.co.in](http://www.sintercom.co.in)  
CIN: L29299PN2007PLC129627

**Notes for Members attention:**

1. The Statement of material facts pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, stating all material facts and the reason/rationale for the aforesaid proposals and details as required under Regulation 36 of the Listing Regulations 2015, SS-2 is also annexed hereto for your consideration.
2. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, 2015, SS-2 and the MCA Circulars, the Company is pleased to provide Remote e-Voting facility to its Members, to enable them to cast their votes electronically.
3. In terms of the MCA Circulars, this Notice along with the instructions regarding e-voting is being sent only by email to all those members, whose email addresses are registered with the Company or the RTA or with the depository(ies)/depository participants and whose names appear in the register of members/list of beneficial owners as on the cut-off date i.e., Friday, 14<sup>th</sup> February, 2025. The Notice is also uploaded on the website of the Company [www.sintercom.co.in](http://www.sintercom.co.in)/ website of evoting service provider i.e. National Securities Depository Limited ("NSDL") at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and websites of the Stock Exchanges i.e., National Stock Exchange of India Ltd ("NSE") at [www.nseindia.com](http://www.nseindia.com). All the members of the Company, as on the cut-off date, shall be entitled to vote in accordance with the process specified in this Notice. Any person who is not a member on the cut-off date shall treat this Notice for information purpose only. In this Notice, the term member(s) or shareholder(s) are used interchangeably.
4. Members may download the Notice from the website of the Company [www.sintercom.co.in](http://www.sintercom.co.in) ; websites of the Stock Exchanges i.e. National Stock Exchange of India Ltd at [www.nseindia.com](http://www.nseindia.com) respectively and on the website of National Securities Depository Limited ("NSDL") at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
5. As per the MCA Circulars, physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot.
6. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.
7. All material documents referred to in the Statement of material facts will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by e-voting. Alternatively, Members may also send their requests to [investor@sintercom.co.in](mailto:investor@sintercom.co.in) from their registered email address mentioning their names, folio numbers, DP ID and Client ID during the voting period of the Postal Ballot.
8. The e-voting shall commence on Thursday 20<sup>th</sup> February, 2025 at 09.00 A.M. (IST) and will end on Friday, 21<sup>st</sup> March, 2025 at 05.00 P.M. (IST). The e-voting module shall be disabled by NSDL for voting thereafter and voting shall not be allowed beyond the said date and time. During this period, Members of the Company holding shares as on the cut-off date, i.e., Friday, 14<sup>th</sup> February, 2025 may cast their vote by electronic means in the manner given in Note no. 13. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
9. The voting rights of the Members shall be in proportion of their shareholding to the total issued and paid-up equity share capital of the Company as on the Cut-off Date i.e. Friday, 14<sup>th</sup> February, 2025.

10. The Board of Directors of the Company, at its meeting held on Monday 10<sup>th</sup> February, 2025 , appointed Mr. Sunil Nanal (Membership No. F5977, C.P. No: 2809), Partner M/s. Kanj & Co. LLP, Practicing Company Secretaries (email id: sunil.nanal@kanjcs.com) Address: Aishwarya Sankul, Near Joshi Railway Museum Kothrud, Pune- 411038, as the scrutinizer (“Scrutinizer”) to scrutinise the Postal Ballot process in a fair and transparent manner, who have communicated their willingness to be appointed and will be available for the said purpose.
11. The Scrutiniser shall, after conclusion of the voting period, prepare report of the votes cast in favour or against, if any, and submit the same to the Chairman or Managing Director of the Company or any person authorised by the Chairman. The results of the e-voting by Postal Ballot (with the Scrutinizer’s report) will be announced by the Chairman of the Company or any Director/any other person authorized by the Board, on or before Tuesday, 25<sup>th</sup> March, 2025. The results of the Postal Ballot will be posted on the Company’s website at [www.sintercom.co.in](http://www.sintercom.co.in) and the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and will also be communicated to the stock exchanges, within two working days from last date of voting, i.e. on or before Tuesday, 25<sup>th</sup> March, 2025. Outcome will be made available at the registered office of the Company.

Subject to receipt of requisite number of votes, the resolution(s) mentioned in the Notice shall be deemed to be passed on Friday 21<sup>st</sup> March, 2025 i.e., last day of the e-voting period. Further, Resolutions passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.

12. The vote in this Postal Ballot cannot be exercised through proxy.
13. Procedure for E-voting: Process to cast votes through remote e-voting:  
*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “ <b>Beneficial Owner</b> ” icon under “ <b>Login</b> ” which is available under ‘ <b>IDeAS</b> ’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ <b>Access to e-Voting</b> ” under e-Voting services and you will be able to see e-Voting page.

Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nSDL.com>. Select **“Register Online for IDeAS Portal”** or click at <https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nSDL.com/> 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**





<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<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 Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</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. Additionally, there are 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; New System Myeasi 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 an 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>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

**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. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	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

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****

c) For Members holding shares in Physical Form.	<p>EVEN Number followed by Folio Number registered with the company</p> <p>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p>
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5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
  - a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [sunil.nanal@kanjcs.com](mailto:sunil.nanal@kanjcs.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to Sanjeev Yadav at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [investor@sintercom.co.in](mailto:investor@sintercom.co.in)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [investor@sintercom.co.in](mailto:investor@sintercom.co.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## ANNEXURE TO THE NOTICE

### Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

The following statement sets out all material facts relating to the businesses mentioned in this notice:

#### **Item No: 1: Appointment of Mr. Partha Pati (DIN- 10936689) as a Non-Executive Independent Director of the Company;**

In order to enable the Company to comply with the provisions of Regulation 17 (1) (b) of SEBI Listing Regulations relating to Board composition and strengthen the Board’s performance and effectiveness by inclusion of Board members having diverse range of skills and expertise, the Board at its meeting held on 04<sup>th</sup> February, 2025 based on the recommendation of the Nomination and Remuneration Committee (**‘the Committee’**), approved the appointment of Mr. Partha Pati as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years. Further, as per Regulation 17(1C) of the SEBI Listing Regulations, a listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the members of the Company is being sought, with requisite majority as required under applicable laws, by way of Postal Ballot including remote e-voting for the appointment of the aforesaid individual as Independent Directors of the Company for a period of 5 consecutive years, not liable to retire by rotation.

Under the Companies Act, 2013, appointment of Independent Directors for their first term requires approval of shareholders by way of an ordinary resolution, while SEBI Listing Regulations requires a special resolution. In the event an ordinary resolution is passed, then the Company will be in compliance of proviso to Regulation 25(2A), provided public shareholders vote in favour for appointment of Independent Directors and consequently Independent Directors can be appointed. Having regard to the facts and circumstances and having regard to what is stated herein, this will avoid any disruption in running of the Company and it will be in compliance of SEBI Listing Regulations for composition of directors on the Board of Directors, even if requisite majority for passing a special resolution is not achieved. The resolutions have been framed accordingly.

The Company has received the consent in writing from the Mr. Partha Pati to act as a Director and requisite declarations that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority. The Company has also received declarations from the aforesaid Director that he meet the criteria of independence as prescribed, under Section 149(6) of the Act and under the Regulation 16(1)(b) of SEBI Listing Regulations. He has also given confirmation with regards registration in database of Independent Director as per Rule 6 of the Companies (Appointment and Qualification of Directors), 2019. In the opinion of the Board, Mr. Partha Pati fulfils the conditions for appointment as Independent Director as specified in the Act.

The Board and the Nomination and Remuneration Committee are of the view that the aforesaid Director possess the requisite qualifications, rich and varied experience, expertise in areas of legal compliances, with the desired attributes, skills and capabilities, fulfil the conditions for appointment as Independent Directors as specified by the Company and Listing Regulations and it would be beneficial to have their association with the Company. In the opinion of the Board, Mr. Pati is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and he is independent of the Management.

A brief Profile, skills/expertise in specific functional areas and other requisite information of Mr. Partha Pati, pursuant to Regulation 36(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India, is given in **Annexure A**.

As on the date of notice Mr. Partha Pati hold NIL Equity Shares in the Company.

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Pati on the Board of the Company and accordingly the Board recommends the appointment of Mr. Pati as an Independent Director, as proposed in the Special Resolution set out at Item No. 1 of the accompanying Notice for approval by the Members.

A Copy of draft letter of appointment of Mr. Partha Pati, setting out the terms and conditions of appointment is available for inspection by the members.

Except for Mr. Pati and/or his relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board recommends the Special Resolution set out at Item No 1 of the Notice for approval by the Members

**Item No: 2: Approve the remuneration of Mr. Jignesh Raval (DIN 01591000), Managing Director of the Company**

The members of the company at the extra Ordinary General Meeting of the company held on 10<sup>th</sup> November, 2022 re-appointed Mr. Jignesh Raval (DIN 01591000) as Managing Director of the Company with effect from 01st January, 2023 for a period of five years. Accordingly an agreement has been entered into by the Company with the Mr. Jignesh Raval on 10th November, 2022 for appointing him for a period of 5 years and the remuneration was fixed and approved for the period of first three years. Hence this resolution is proposed to finalise the remuneration for remaining period of his present tenure year i.e. for the period from 01<sup>st</sup> April 2025 to 31<sup>st</sup> December, 2027.

Further, this is to inform to the members that Mr. Raval has not taken any increment for the period 2024-25. Further for the year 2025-2026 and 2026-2027 there is no increment proposed in the remuneration, the proposed remuneration has been proposed to be same as has been approved by shareholders in Extra Ordinary General Meeting held on 10th November, 2022.

Pursuant to the provisions of Section 196 and 197 of the Companies Act, 2013 and Section II of Part II of Schedule V, where in any financial year during the tenure of managing director, a company has no profits or its profits are inadequate, it may, without Central government approval, pay remuneration to its managerial personnel not exceeding Rs. 84 Lakh where the effective capital is Rs. 5 crore and above but less than Rs. 100 crore, provided further that the remuneration in excess of the above limits may be paid if a special resolution is passed in the General Meeting.

The Nomination and Remuneration Committee and the Board of Directors at their meeting held on 04<sup>th</sup> February, 2025 have approved a remuneration of Rs. 2,48,46,607 (excluding perquisites) for the financial year 2025-2026 and 2026-2027.

In view of the aforesaid provision of the Companies Act, 2013, it is proposed to obtain approval from the shareholders by passing special resolution for payment of remuneration to Mr. Jignesh Raval in excess of limits specified under Schedule V.

The following additional detailed information as per Section – II of Schedule V is as follows:

<b>I. General Information:</b>	
a) Nature of industry	Manufacturing Sector
b) Date or expected date of commencement of commercial production.	01st August, 2009
c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable
d) Financial performance based on given indicators	<b>FY 23-24</b> (Figures in Rs.' 000) Gross Revenue: INR. 8,77,105 EBITDA- 1,14,174 Cash Profit: 81, 474 Profit after Tax: INR. 11,548
e) Foreign investments or collaborators, if any	Joint venture with Miba Sinter Austria GmbH since 2011 and Technology Transfer Agreements dated January 19, 2011 and July 28th 2018 entered with Miba Sinter Austria GmbH. The Total foreign investment received in equivalent INR is Rs 534.60 million
<b>II. Information about the appointee:</b>	
a) Background Details	Jignesh Raval, aged 55 years, an Indian inhabitant, residing at of The Balmoral Estate, Flat No B-901 Sr. No. 117/P/118/1, 118/2, 118/3/5, Baner Pune 411045, Maharashtra, India, is the Promoter and Managing Director of our Company. He has been on the Board of Directors of our Company since June, 2007. He holds a degree in Bachelor of Engineering (Production) from Shivaji University. He has around 27 years of work experience in automotive industry which includes 9 years of work experience at Tenneco Automotive India Private Limited as an Executive Director-GSCM. He is currently responsible for developing and executing Company's business strategies and overseeing the Company's financial performance, investments and other business ventures.
b) Past remuneration	Rs. 24.84 million per annum



c) Recognition or awards	Mr. Jignesh Raval had won “Male Entrepreneur of the Year Award” by IPF Industrial Excellence Awards 2020
d) Job profile and his suitability	He is the Managing Director of the Company and devotes whole time attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.
e) Remuneration proposed	As per the resolution at item no.2 of the Notice convening this Meeting read with explanatory statement thereto
f) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering the responsibility shouldered by him of the enhanced business activities of the Company, proposed remuneration is Commensurate with Industry standards and Board level positions held in similar sized and similarly positioned businesses
g) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	1. Remuneration drawn as Managing Director; 2. Jignesh Raval has extended his personal guarantees for securing the repayment of certain bank and financial institution loans obtained by our Company;
III. Other information:	
a) Reasons of loss or inadequate profits	This was mainly due lower capacity utilization due to customer volume during the year. -
b) Steps taken or proposed to be taken for improvement	The key growth driver during the year was mainly due to the new program of getting into the serial production. The Company focused hard on cost optimization, employees training across all functions including the shop floor, a heightened and is focused on developing new technology.
c) Expected increase in productivity and profits in measurable terms	Based on the above-mentioned steps taken for improvement the Company will increase the productivity and profitability. Assuming market stability we expect growth of 10% in productivity and profit

It is hereby confirmed that, the company has not committed any default in payment of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor. Requisite certificate as required under law are availed by the Company.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the approval of the Members is sought for the remuneration of Mr. Raval, Managing Director.

Except for Mr. Raval and/or his respective relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Special Resolution set out at Item No 2 of the Notice for approval by the Members

**Item No: 3 & 4:**

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company proposes to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis. The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on 10<sup>th</sup> February, 2025 reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company. Your Board of Directors considered the same and recommends passing of the resolutions contained in Item Nos. 3 & 4 of this Notice. Information required under Regulation 23 of SEBI Listing Regulations read with SEBI Circular dated November 22, 2021 is provided herein below:

**DETAILS OF PROPOSED MATERIAL RELATED PARTY TRANSACTION TO BE ENTERED BETWEEN THE RELATED PARTIES OF SINTERCOM INDIA LIMITED INCLUDING THE INFORMATION REQUIRED TO BE DISCLOSED IN THE EXPLANATORY STATEMENT PURSUANT TO THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/PoD2/CIR/P/0155 DATED NOVEMBER 11, 2024 READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/CMD1/CIR/P/2021/662 DATED NOVEMBER 22, 2021, ARE AS FOLLOWS:**

Material Related Party Transactions by the Company

Sr. No.	Particulars	Details	Details
A. A Summary of information provided by the management to the Audit Committee for approval of the proposed RPTs:			
1	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	MIBA SINTER AUSTRIA GmbH, Associate,	AJ FIBERTEK INDIA PRIVATE LIMITED Associate,
2	Name of Director (s) or Key Managerial Personnel who is related, if any	Mr. Michael Hummelbrunner, being the Director nominated by Miba Sinter Holding GmbH & Co KG on the Board of the Company	Mr. Jignesh Raval, Being Director of the company.
2	Type, tenure, material terms and particulars	<p>Purchase of Hybrid Damped Gear and Camshaft Gear from MIBA SINTER AUSTRIA GmbH.</p> <p>Material terms and conditions are based on the contracts which inter alia include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into the contract(s).</p> <p>Approval of the shareholders is being sought for entering into an agreement for transaction of purchase of Hybrid Damped Gear and Camshaft Gear during the year 2025-26.</p>	<p>Purchase of tools &amp; moulds, short term borrowing for working capital from AJ Fibertek India Private Limited.</p> <p>Material terms and conditions are based on the contracts which inter alia include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into the contract(s).</p> <p>Approval of the shareholders is being sought for entering into an agreement for transaction of purchase of tools &amp; moulds, short term</p>

			borrowings for working capital during the year 2025-26.
3	Value of the transaction	Rs. 50 crore	Rs. 12 crore
4	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)	57% of previous year's annual turnover.	13.7 % of previous year's annual turnover.
5	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	No	No
	i) details of the source of funds in connection with the proposed transaction;	Not Applicable	Not Applicable
	ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments <ul style="list-style-type: none"> <li>• nature of indebtedness;</li> <li>• cost of funds; and</li> <li>• tenure;</li> </ul>	Not Applicable	Not Applicable
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable	Not Applicable
	iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable	Not Applicable
6	Justification as to why the RPT is in the interest of the listed entity	Sintercom has been nominated by one of the customer in India to supply the Hybrid Damped Gear and Camshaft Gears to them. The said gears are developed and manufactured by Miba Sinter Austria and approved and are validated by the customer. With the said RPT, it will help Sintercom to improve the revenue of Sintercom. The said parts would be further supplied from	AJ Fibertek has inhouse tool development facility. Sintercom proposes to source tooling requirements from AJ with costs savings in range of 10-12% as compared to the existing supplier base of Sintercom.

		Sintercom to customer thus resulting in increased turnover.	
7	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable	Not Applicable
8	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

The Members may note that in terms of the provisions of the SEBI Listing Regulations, no Related Party shall vote on the Ordinary Resolution set forth at Item No. 3 & 4 of the Notice, whether the entity is a Related Party to the particular transaction(s) or not.

Mr. Michael Hummelbrunner, being the Director nominated by Miba Sinter Holding GmbH & Co KG on the Board of the Company, is deemed to be concerned or interested in resolutions no. 3 of this Notice, to the extent of MIBA SINTER AUSTRIA GmbH and Miba Sinter Holding GmbH & Co KG' interest in the transactions.

Mr. Jignesh Raval being the director of Sintercom India Limited & AJ Fibertek India Private Limited is deemed to be concerned or interested in resolution no. 4 of this Notice to the extent of AJ Fibertek India Private Limited interest in the transactions.

None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, is in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any, in the proposed resolutions, as set out in Item no. 3 & 4 of this Notice.

Based on the approval of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No. 3 & 4 of the for approval by the Members

**By Order of the Board of Directors  
Sintercom India Limited**

**Prathama Gugale  
Company Secretary  
ACS: 46385**

Date: 10<sup>th</sup> February, 2025  
Place: Pune

**Registered Office:**

**Sintercom India Limited**  
Gat No. 127, At Post : Mangrul,  
Tal : Maval, Talegaon Dabhade,  
Pune - 410507.  
Email: [investor@sintercom.co.in](mailto:investor@sintercom.co.in)  
Website: [www.sintercom.co.in](http://www.sintercom.co.in)  
CIN: L29299PN2007PLC129627

**Annexure A**  
**To Item No. 1 of the Notice**

**Disclosure as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on general meetings of Mr. Partha Pati, whose appointment is proposed, are as follows: :**

<b>Name of the Director</b>	Mr. Partha Pati
<b>Director Identification Number</b>	10936689
<b>Age</b>	40 years
<b>Date of first appointment on Board</b>	Appointed w.e.f. 04th February, 2025
<b>Brief resume including qualification, experience and Expertise in specific functional areas</b>	<p>Mr. Partha Pati is a legal professional with 15 years of extensive experience in corporate law, employment law, contract law, environmental law, and cyber law. He is associated with M/s Abhay Nevagi &amp; Associates LLP for over 10+ yrs.</p> <p>Mr. Pati holds a Bachelor's degree in Business Administration and Law (BBA.LLB) and have completed a Diploma in International Business Laws and Commercial Laws from Symbiosis Law School, Pune. Additionally, he has completed Diploma in Cyber Laws from the Indian Law Institute.</p> <p>As a litigator, Mr. Pati has represented clients before various judicial and quasi-judicial bodies.</p> <p>Throughout his career, Mr. Pati has provided strategic legal counsel on complex matters related to corporate regulations, employment laws, industrial laws, and information technology law.</p> <p>He has conducted over 50 legal compliance audits for businesses across multiple states in India, ensuring regulatory adherence. His expertise extends to contract drafting, due diligence, and structuring key employment documents, and disciplinary frameworks. He has also successfully negotiated and facilitated long-term settlements for his clients.</p>
<b>Relationship with other Directors, Managers and Key Managerial Personnel (KMP) of the Company</b>	Not related to any of the directors or KMP of the Company
<b>Names of other entities in which the person also holds the directorship and the membership of Committees of the board of directors</b>	Nil
<b>Name of listed entities from which the person has resigned in the past three Years</b>	Nil

<b>Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner</b>	Mr. Partha Pati does not hold any equity shares of the Company.
<b>No. of board meetings attended during the financial year 2024-25 (till the date of Postal Ballot Notice)</b>	Not Applicable
<b>Terms and conditions of appointment including remuneration</b>	The terms of appointment are as per the resolution set out in this Notice read with the Statement hereto.
<b>The remuneration last drawn by such person from the Company (if applicable)</b>	Not Applicable
<b>Details of Remuneration sought to be paid</b>	He will be paid sitting fees of ` 40,000/ - per meeting for attending the meetings of the Board and Committees thereof along with the reimbursement of expenses if any.