



ALKALI METALS LIMITED

AN ISO 9001 & 14001, API COMPANY AND EXPORT HOUSE

55th

ANNUAL REPORT 2022 – 2023

ALKALI METALS LTD.

AN ISO 9001:2015 &
AN ISO 14001:2015 COMPANY



**Board of Directors & Key Managerial Personnel**

Dr. J.S. Yadav	Chairman & Independent Director
Sri. G. Jayaraman	Independent Director
Sri. Y.S.R. Venkata Rao	Managing Director
Sri. K.V. Suryaprakash Rao	Independent Director
Dr. A.R. Prasad	Director
Smt. Y. Lalithya Poorna	Director
Mr. Y.V. Prashanth	Executive Director (w.e.f. 10 November 2022)
Ms. K. Uma Kumari	Chief Financial Officer
Mr. Siddharth Dubey	Company Secretary

Statutory Auditors

M/s. G. Nagendrasundram & Co.
Chartered Accountants

Internal Auditor

Ramakrishna & Associates
Chartered Accountants

Secretarial Auditor

CS B. Venkatesh Babu
Practising Company Secretary

Bankers

State Bank of India
SME Yellareddy Guda Branch,
8-3-961/B, 1st Floor, Srinagar Colony Main Rd,
Yella Reddy Guda, Hyderabad, Telangana 500073

Registered Office & Unit - I

Plot B-5, Block III, Industrial Development Area,
Uppal, Hyderabad - 500 039, Telangana, India

Unit - II

Sy.No. 299 to 302, Dommara Pochampally Village,
Qutubullapur Mandal, Medchal District - 500 043, Telangana, India

Unit - III

Plot No. 36, 37 & 38, JN Pharma City,
Visakhapatnam - 531 019, Andhra Pradesh, India

Registrar & Share Transfer Agent

M/s. Cameo Corporate Services Limited
Subramanian Building, No.1, Club House Road,
Chennai - 600 002.



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**NOTICE OF THE 55TH ANNUAL GENERAL MEETING**

Notice is hereby given that the **55th Annual General Meeting** of **M/s. Alkali Metals Limited** will be held on **Monday the 21 August, 2023 at 11:00 AM** through Video Conference(VC)/Other Audio Visual Means(OAVM) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements as on 31 March, 2023 together with the reports of the Directors and Auditors thereon.
2. To declare dividend for the financial year 2022-23.
3. To elect a Director in place of Dr. A.R. Prasad (DIN:08765436) who retires by rotation and is eligible for re-appointment.

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re enactment thereof for the time being in force) read with Schedule IV to the Companies Act and applicable regulations of the SEBI (LODR) Regulations, 2015 (as amended from time to time), Sri K.V. Suryaprakash Rao (DIN: 06934146), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in the Companies Act and Listing Regulations and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second term of five consecutive years with effect from 16 October 2023 to 15 October, 2028.”

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

“RESOLVED THAT the consent of the members be and is hereby accorded to re-appoint Sri. Y.S.R. Venkata Rao as Managing Director in accordance with the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), for a further period of 3 years with effect from 1 May, 2024 on the following remuneration:

Basic Pay : ₹ 7,50,000 per month

H.R.A : ₹ 2,50,000 per month

Commission : 5% on profits (calculated as per Section 198 of Companies Act, 2013)

Medical benefit : Medi-claim policy for ₹5,00,000

Insurance : Accidental Insurance for ₹25,00,000

Leave Travel : One month's basic pay per year which can be accumulated upto 2 years



Vehicle : Company car with a driver for official use

Telephone & Email : Free Cell and email service for official use

Gratuity : Half month's basic pay for each completed year of service

RESOLVED FURTHER THAT the Board be and is hereby authorized to provide an annual increment at the rate of 10% p.a. on such remuneration.

RESOLVED FURTHER THAT the above remuneration will be paid as the minimum remuneration and in any case if the amount exceeds the limits specified in Schedule V, Company may obtain the approval in compliance with the provisions of the Companies Act, 2013.”

By order of the Board of Directors
For Alkali Metals Limited

Y.S.R. Venkata Rao
Managing Director
DIN: 00345524

Place : Hyderabad
Date : 27 May, 2023

**NOTES**

1. As per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide General Circular No. 10/2022, dated 28 December, 2022, it has been decided to allow companies whose AGM is due to be held in the year 2023, to conduct their AGM on or before 30 September 2023 through video conferencing (VC) or other audio visual means (OAVM) Video in accordance of the requirements laid down in the earlier Circulars, namely Circular No. 20/2020 dated 5 May 2020 and General Circular No. 02/2022 dated 5 May 2022. Thereby, the ensuing 55th AGM will be held through video conferencing (VC) or other audio visual means (OAVM). The members can attend and participate in the ensuing AGM through VC/OAVM.
2. 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 08 April 2020, 13 April 2020 and 5 May 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 55th AGM. 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's 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 55th AGM will be provided by CDSL.
3. The Members can join the 55th AGM in the VC/OAVM mode 30 minutes before the Meeting and also after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the 55th 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 (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.
4. 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.
5. Pursuant to MCA Circular No. 14/2020 dated 8 April 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. 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.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13 April 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://alkalimetals.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
7. The Register of members and transfer books of the company will remain closed from **Thursday the 17 August 2023 to Monday the 21 August 2023** both days inclusive.



8. Members, who hold shares in electronic / Demat form are requested to furnish the change of address, details of their bank accounts, viz, name of the bank, full address of the branch, account no. etc., to their respective Depository Participants and who hold shares in physical form to the Company's Registrars and Transfer Agents **M/s. Cameo Corporate Services Ltd., Subramanian Building, No.1, Club House Road, Chennai – 600002** so as to enable the Company to incorporate the bank details on the dividend warrants.
9. Pursuant to Section 72 of the Companies Act, 2013 and the Rules made there under the Members holding shares in single name may, at any time, nominate in form SH-13, any person as his/her nominee to whom the securities shall vest in the event of his/ her death. Nomination would help the nominees to get the shares transmitted in their favor without hassles. Members desirous of making any cancellation/variation in the said nomination can do so in SH-14.
10. Members holding shares in identical order of names in more than one folio are requested to write to the company's Registrars & Transfer Agents enclosing their share certificates to enable consolidation of their shareholdings in one folio. As per the amended Provisions based on the PAN, all different folios of the same PAN will be treated as one folio.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Registrars and Transfer Agents of Company.
12. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 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.

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015 and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide the members with facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting Services provided by Central Depository Services (India) Limited (CDSL).



The e-voting period commences on **Friday the 18 August 2023 (09:00 A.M.) and ends on Sunday 20 August 2023 (05:00 P.M.)**. During this period shareholders of the Company, holding shares as on **cut-off date of Thursday the 16 August 2023** either in physical form or in Dematerialized form, may cast their vote electronically. The e-voting portal shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company. A member who has cast his/ her vote by electronic means are entitle to attend the AGM but not entitled to vote again at the AGM.

CS B. Venkatesh Babu, Company Secretary in Practice (F6708) has been appointed as the scrutinizer to scrutinize the remote e-voting process. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and he will submit his report within the period not exceeding three working days from the conclusion of e-voting. The Chairman will declare the results on or after the AGM of the Company accordingly and will also be placed at the company website and also forward the same to the stock exchanges where the shares has been listed.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

13. i. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- ii. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 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 CDSL Depository	<ol style="list-style-type: none"> a) 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 www.cdslindia.com and click on login icon& New System Myeasi Tab. b) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 & 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.



	<p>c) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>d) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>a) 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: https://eservices.nsdl.com 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 & voting during the meeting.</p> <p>b) If the user is 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</p> <p>c) 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 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</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<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. 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.</p>