



**41st Annual Report
2022-23**

**BOARD OF DIRECTORS:**

K. Vijay Kumar	- Managing Director
K. V. Nagalalitha	- Director
K. Sriram	- Wholetime Director
K P Patnaik	- Director - Independent
Dr A S Narayana	- Director - Independent
P Ramamoorthy	- Director - Independent
N. Gopal	- Director - Independent
K. Vijayulu Reddy	- Director - Independent

CHIEF FINANCIAL OFFICER:

N S R V Prasad

COMPANY SECRETARY & COMPLIANCE OFFICER: P Rajendra Babu**AUDITORS:**

M/s Satyanarayana & Co.

Chartered Accountants,

5-5-88/5, 1st Floor Amar Mansion,

Ranigunj, Secunderabad, Telangana -500003.

COST AUDITOR:

M/s. Naval & Associates

Cost Accountants, Hyderabad

REGISTRAR & SHARE TRANSFER AGENTS:

M/s. Venture Capital & Corporate Investments Pvt Ltd

“AURUM”, 4th & 5th Floors, Plot No.57,

Jayabheri Enclave Phase - II, Gachibowli,

Hyderabad, Telangana -500032

Ph: 040-23818475/23818476, Fax: 040-23868024

Email: investor.relations@vccipl.com**INTERNAL AUDITOR:**

M/s. C Ramachandram & Co

SECRETARIAL AUDITORS:

M/s. Puttaparthi Jagannatham & Co.

Company Secretaries

315, ESI, Hyderabad-500038, Telangana

REGD. OFFICE:

D.No.27/4/1, Kannavari Thota, 1st Floor,

Beside Central Excise Office, Guntur,

Andhra Pradesh - 522104.

ADMINISTRATIVE/CORPORATE OFFICE:

6-3-668/10/66, Durganagar Colony

Punjagutta, Hyderabad, Telangana-500082.

Tel. 040-23404708, 66612374, 66614633

Email: srichakracement@gmail.comWeb: www.srichakracement.com**FACTORY AND WORKS:**

Unit-1: Sri Narasimhapuri, Karempudi, Guntur Dist, AP

Unit-2: Alamanda, Vizianagaram Dist, AP.

Solar Unit: Srikalahasti, Chittoor Dt, AP.



NOTICE OF 41ST ANNUAL GENERAL MEETING

Notice is hereby given that the 41st Annual General Meeting of the members of Sri Chakra Cement Limited ("Company") (CIN: L40300AP1981PLC002952) will be held on Wednesday, the 23rd day of August 2023 at 12.00 NOON through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue, to transact the businesses mentioned below.

The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM in accordance with the Secretarial Standards

ORDINARY BUSINESS:

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS AND BOARD REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

To receive consider and adopt the Audited Financial Statements of the Company for the Financial year ended 31st March 2023 together with the Reports of the Board of Directors and Auditors thereon.

2. RE-APPOINTMENT OF SMT K V NAGA LALITHA (DIN: 02223430) AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

To Appoint a director in place of Smt. K V Naga Lalitha (DIN: 02223430), who retires by rotation and being eligible, offers herself for re appointment

3. RE-APPOINTMENT OF STATUTORY AUDITORS

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

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Satyanarayana & Co., Chartered Accountants, Hyderabad be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this 41st Annual General Meeting for a period of five years till the conclusion of 46th Annual General Meeting, on such remuneration as may be agreed upon by the Board of Directors and Auditors, in addition to reimbursement of all out of-pocket expenses in connection with the audit."

SPECIAL BUSINESS:

4. RE-APPOINTMENT OF SRI N GOPAL (DIN: 02466535) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR SECOND TERM OF FIVE YEARS

To consider and if thought fit, to pass the resolution as a Special Resolution

"RESOLVED THAT pursuant to provision of Section 149,150,152 and 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17, 25 and other applicable provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent of the members be and is hereby accorded that Sri N Gopal (DIN: 02466535) be and is hereby re-appointed as Independent category of the Company to hold office for a second term of five years and who would not be liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution."



5. APPROVAL FOR GIVING LOANS OR GUARANTEES OR PROVIDING SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass, the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules made thereunder, including any statutory modifications or re-enactments thereof, for the time being in force, consent of the members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred as the “Board”) to advance any loan including any loan represented by a book debt or give any guarantee or provide any security in connection with any loan taken to/by (i) Aditya Spinners Limited, (ii) Sri Subramanya Solar Power Projects LLP, (iii) Sri Bhava Cement and Power Limited and (iv) Envean Leasing and Investments Limited, in which any director of the company is deemed to be interested, for an amount not exceeding Rs.20,00,00,000/- (Rupees Twenty Crores only), in a financial year, to be utilized for the principal business activities by the borrowing companies.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Sri Vijay Kumar Kapilavai, Managing Director or any other Director of the Company, be and are hereby authorized severally to negotiate, finalize and agree the terms and conditions of the aforesaid loan, guarantee or security, as they deem fit and expedient and to take all necessary steps to finalize and execute all such documents, agreements and writings and to do all such acts and things as may be necessary and also to agree to any amendments thereto from time to time.”

6. APPROVAL FOR MAKING INVESTMENTS, GIVING LOANS, GUARANTEES AND SECURITY IN EXCESS OF LIMITS PROVIDED UNDER SECTION 186 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass, the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to Section 186 and all other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder and subject to such approvals as may be required in this regard, approval of the members be and is hereby accorded to the Board of Directors of the Company to (a) grant/give loans, from time to time, on such terms and conditions as it may deem expedient, to any person or other bodies corporate; (b) provide guarantee / security to secure any loan /obligations of any other person or bodies corporate; and (c) acquire by way of subscription, purchase or otherwise the securities of any other bodies corporate, in excess of limits prescribed under Section 186 of the Companies Act, 2013 by an aggregate sum of upto Rs. 50 Crores (Rupees Fifty Crores only), notwithstanding that the aggregate of loans and investments so far made and/or guarantees so far issued to entities, along with the investments, loans, guarantee or security proposed to be made or given by the Board may exceed limits prescribed under Section 186 of the Companies Act, 2013.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Sri Vijay Kumar Kapilavai, Managing Director or any other Director of the Company, be and are hereby authorized severally to do all such acts, deeds, things as they deem fit and expedient and to take all necessary steps to finalize and execute all such documents, agreements and writings and to do all such acts and things as may be necessary and also to agree to any amendments thereto from time to time.”

7. APPROVAL FOR ENTERING INTO THE CONTRACTS/ ARRANGEMENTS / TRANSACTIONS WITH RELATED PARTIES

To consider and, if thought fit, to pass, the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modifications or re-enactments thereof, for the time being in force, consent of the members of the Company, be and is hereby accorded to the Board of Directors of the Company to enter into the following contracts/ arrangements/transactions with Related Parties:



Sl .No	Name of the Company with whom transactions are being undertaken and Nature of Relationship	Nature of Contract	Duration of Contract	Total amount of Transactions proposed (Rs.in Lakhs)	Name of the Director or Key Managerial Personnel who is related	Whether transaction done on Arm's Length (Yes/No)
1	Aditya Spinners Limited Enterprises where KMP along with their relatives have control or significant influence	Sale of Cement	Ongoing	50	Sri K Vijay Kumar Sri K Sriram Smt K V Naga Lalitha	Yes
		Advancing of Loan	Ongoing	500	Sri K Vijay Kumar Sri K Sriram Smt K V Naga Lalitha	Yes
2	Envean Leasing & Investments Limited Enterprises where KMP along with their relatives have control or significant influence	Advancing of Loan	Ongoing	500	Sri K Vijay Kumar Sri K Sriram Smt K V Naga Lalitha	Yes
		Commission		250		
		Land lease		200		
3	Sri Subramanya Solar Power Projects LLP Enterprises where KMP along with their relatives have control or significant influence	Advancing of Loan	Ongoing	500	Sri K Vijay Kumar Sri K Sriram Smt K V Naga Lalitha	Yes
4	Smt K V Naga Lalitha Director	Land lease	Ongoing	25	Sri K Vijay Kumar Sri K Sriram Smt K V Naga Lalitha	Yes
5	Sri K Sriram KMP/Director	Car Lease	Ongoing	10	Sri K Vijay Kumar Sri K Sriram Smt K V Naga Lalitha	Yes
6	Sri Bhava Steel and Power Limited Enterprises where Directors along with their relatives have control or significant influence	Advancing of Loan	Ongoing	500	Sri K Vijay Kumar Sri K Sriram Smt K V Naga Lalitha	Yes

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to finalize the terms and conditions of the contract/ arrangements/ transactions and to execute such other documents, agreements and also to agree to any amendments thereto from time to time as they may think fit for the aforesaid purpose and to do all such acts, deeds, matters and things as may be necessary for giving effect to the above resolution.”

8. RATIFICATION OF M/S NAVAL & ASSOCIATES, COST ACCOUNTANTS AS COST AUDITORS FOR THE YEAR 2023-2024

To consider and if thought fit, to pass the resolution as an ordinary Resolution

“RESOLVED THAT pursuant to the provision of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, the remuneration payable to M/s. Naval & Associates., Cost Accountants, appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the company for the financial year 2023-2024 amounting to Rs. 75,000/- (Rupees Seventy-Five Thousand only) plus GST as applicable and re-imbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed.”

By Order of the Board
For Sri Chakra Cement Limited

Place: Hyderabad,
Date: 26.05.2023

Sd/-
P Rajendra Babu
Company Secretary



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

Item No: 3

This explanatory statement is in terms of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”), however, the same is strictly not required as per Section 102 of the Act.

The Members at the 37th Annual General Meeting, approved appointment for the first term of M/s Satyanarayana Co., Chartered Accountants, Hyderabad as Statutory Auditors of the Company, to hold office until the conclusion of the 41st Annual General Meeting of the Company.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company has, based on the recommendation of the Audit Committee, at its meeting held on 26th May, 2023, proposed the re-appointment of M/s Satyanarayana & Co., Chartered Accountants, Hyderabad, as the Statutory Auditors of the Company, for a second term of five consecutive years from the conclusion of 41st Annual General Meeting till the conclusion of 46th Annual General Meeting of the Company. The Board of Directors at their meeting held on 26th May, 2023, based on the recommendation of the Audit Committee, approved statutory audit fees for financial year 2023-24.

Ms/. Satyanarayana & Co have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act.

Accordingly, the Board recommends re-appointment of M/s Satyanarayana & Co., Chartered Accountants, Hyderabad, as Statutory Auditors of the Company for a second term of five years from the conclusion of this 41st AGM till the conclusion of 46th AGM.

None of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No 3.

Item No: 4

The Board of Directors, on the recommendation of the Nomination & Remuneration Committee (NRC), had approved re-appointment of Sri N Gopal (DIN: 02466535) as an Independent Director for a second term period of 5 (Five) years effective from 26th May, 2023 as per the provisions of Sections 149, 150, 152 and 161 of the Companies Act, 2013 (“the Act”) subject to the approval of the members. In terms of Regulations 17 and 25 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (“Listing Regulations”), the listed entity shall ensure that approval of shareholders by way of a Special Resolution 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.

Sri N Gopal (DIN: 02466535) is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director. The Company has also received declaration from him under Section 149(6) of the Act and the Listing Regulations that he meets the criteria of independence. The Company has in terms of Section 160 (1) of the Act, received in writing, notice from a Member proposing his candidature for the office of Director. In the opinion of the Board, Sri N Gopal (DIN: 02466535) fulfils the conditions for appointment as an Independent Director as specified in the Act and the rules made thereunder, and the Listing Regulations and is also independent of the management.

The Board is of the view that the knowledge and experience gained by Sri N Gopal (DIN: 02466535) over a period of time, would be beneficial to the Company. Considering the experience and knowledge of Sri N Gopal (DIN: 02466535), it is in the interest of the Company that he be re-appointed as an Independent Director of the Company.

The details required under the provisions of Secretarial Standard-2 on General Meetings read with Listing Regulations are enclosed herewith.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Sri N Gopal (DIN: 02466535) himself is in any way concerned or interested, in the said resolution. The board recommends the said resolution to be passed as a Special Resolution.



Item No.: 5

Pursuant to Section 185 of the Companies Act, 2013, a Company may advance any loan including any loan represented by a book debt or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the directors of the company are interested, subject to the condition that: (1) a Special Resolution is passed by the Company in general meeting; and (2) the Loans are utilized by the borrowing company for its principal business activities.

In the ordinary course of business, the Company may advance loan or give guarantee. The Board of Directors at their meeting held on 26th May, 2023 approved to give loans, give guarantee and provide security not exceeding Rs.20,00,00,000/- (Rupees Twenty Crores only) in a financial year, in one or more tranches, to (i) Aditya Spinners Limited, (ii) Sri Subramanya Solar Power Projects LLP, (iii) Sri Bhava Cement and Power Limited and (iv) Envean Leasing and Investments Limited, subject to approval of the members of the Company, and the amount shall be used by the borrowing companies for the purpose of their principal business activities.

Accordingly, consent of the Members is sought for passing Special Resolution as set out in item 5 of the Notice.

Except Sri K Vijay Kumar, Sri K Sriram, Smt K V Naga Lalitha, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No 5.

The Board of Directors recommends the resolution for your approval as a Special Resolution.

Item No. 6:

Section 186 of the Companies Act, 2013 permits the Company to invest the surplus funds of the Company in shares and securities of the any other body corporates in excess of the 60% of the aggregate of the paid-up share capital and free reserves and securities premium account of the Company or 100% of its free reserves and securities premium account of the Company, whichever is more, if the same is approved by the members of the Company.

Hence, it is proposed to obtain approval to grant loan, invest the funds of the Company in excess of the hundred per cent of its free reserves and securities premium account of the Company or sixty percent of the paid-up share capital, free reserves and securities premium account.

Accordingly, consent of the Members is sought for passing Special Resolution as set out in item 6 of the Notice.

None of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No 6.

The Board of Directors recommends the resolution for your approval as a Special Resolution.

Item No. 7:

Pursuant to the provisions of Section 188 of the Companies Act, 2013 and Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall not enter into contracts or arrangements with related parties except with the prior approval of the shareholders in respect of transactions set out therein.

The Audit Committee and the Board of Directors of the Company at their meetings held on 26th May, 2023, have approved the proposal for entering into the specified Related Party transactions.

Accordingly, consent of the Members is sought for passing Special Resolution as set out in Item No 7. of the Notice.

Except Sri K Vijay Kumar, Sri K Sriram, Smt K V Naga Lalitha, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No 7.

The Board of Directors recommends the resolution for your approval as Special Resolution.



Item No: 8

The Board of Directors of the Company on 26th May, 2023, approved the appointment of M/s Naval & Associates, Cost Accountants, for conducting cost audit for the year 2023-24 at a remuneration of Rs 75,000/- plus applicable taxes and out of pocket expenses, as recommended by the Audit Committee of the Company. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as approved by the Board of Directors, has to be ratified by the members of the Company. The Board recommends for your approval at the ensuing annual general meeting. None of the directors is interested in the resolution.

None of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No 8.

By Order of the Board
For Sri Chakra Cement Limited

Place: Hyderabad,
Date: 26.05.2023

Sd/-
P Rajendra Babu
Company Secretary

**NOTES:**

1. Pursuant to General Circular dated December 28, 2022 issued by the Ministry of Corporate Affairs (“MCA”) read with its earlier circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as “MCA Circulars”), the companies are permitted to hold their Annual General Meeting (“AGM”) through video conferencing (“VC”) or other audio visual means (“OAVM”) up to September 30, 2023 without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Act, SEBI Listing Regulations and MCA Circulars, the AGM of the Company is being held through VC / OAVM. In compliance with the provisions of the Companies Act, 2013 (‘Act’), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/OAVM so as to enable the members to attend and participate in the AGM through VC/OAVM. The Members are requested not to visit Corporate Office / Registered Office to attend the AGM. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.
2. Printed copy of the Annual report (Including Notice) is not being sent to the Members in view of e-AGM Circular.
3. The detailed procedure for participation in the meeting through VC/OAVM is available at the Company’s website www.srichakracement.com . The Members can join the AGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM available for 1,000 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 Notice can also be accessed from the website of the Company i.e., www.srichakracement.com, Stock Exchange BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) www.evotingindia.com
5. The Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 (“Act”), in respect to the special businesses to be transacted at the AGM is annexed hereto. Additional information as per Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard -2 (“SS-2”) on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director retiring by rotation seeking re-appointment at this AGM are furnished in the Notice of AGM
6. 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 stated above the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 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 AGM will be provided by CDSL.
7. AGM convened through VC/OAVM is in compliance with applicable provisions of the Companies Act, 2013 read with MCA General Circulars and SEBI Circulars stated above.
8. The attendance of Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013.
9. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, Pursuant to Section 112 and Section 113 of the Companies Act, 2013, representatives of the President of India or the Governor of State or the Body Corporates are entitled to attend the AGM through VC/OAVM and cast their votes through e-voting.
10. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, the 17th day of August, 2023 to Wednesday, the 23rd day of August, 2023 (Both days inclusive) for the purpose of the Annual General Meeting.



11. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the **Cut-off date i.e. Wednesday, the 16th day of August, 2023.**

12. The Company has appointed CS Puttaparthi Jagannatham, Corporate Advocate, Hyderabad, to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

13. Members holding shares in electronic form and in physical form are hereby informed that the members desirous of either registering bank particulars or changing bank particulars already registered against their respective folios are requested to write to the Registrar and Share Transfer Agent.

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

15. **ATTENTION SHAREHOLDER:** SEBI, vide Circular No. SEBI/HO/MIRSD/MIRSD-POD-1/P/CIR/2023/37 dated March 16, 2023 has mandated furnishing of PAN, Address with pincode, email address, mobile number, bank account details, specimen signature and nomination by holders of physical securities. Folios wherein any one of the cited documents/details are not available on or after October 01, 2023, shall be frozen by the Registrar and Transfer Agent of the Company. The requisite disclosure requirement in Form ISR-1 is enclosed at the end of the report for reference of the shareholders.

16. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website under Investors Corner and on the website of the Company's RTA. Member may also send email to obtain format by sending an email to srichakracement@gmail.com or the RTA. It may be noted that any service request can be processed only after the folio is KYC compliant.

17. As per the provisions of Section 72 of the Act, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in Form ISR-3 or Form SH-14, as the case may be. The member may request a copy of the same, if required by sending an email to srichakracement@gmail.com or the RTA.

18. Details in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment

19. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode by sending an e-mail to srichakracement@gmail.com

20. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questions in writing to the Company at least 7 (Seven) days before the date of the Meeting so that the information required may be made available at the Meeting.

21. The Company is pleased to provide members, facility to exercise their right to vote at the 41st Annual General Meeting (AGM) by electronic means through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

22. Since the AGM will be held through VC/OAVM, the Route Map and Proxy Form and Attendance Slip is not annexed in this Notice