

Deem Roll-Tech Limited

[CIN: L27109GJ2003PLC042325]

Registered Office: Survey No. 110/1, P-1, 110/2, Ganeshpura, Taluka: Kadi, District: Mahesana, Gujarat, India, 382729 **Corporate Office:** C-1212, Swati Trinity, Near Applewood Township, S. P. Ring Road, Ahmedabad, Gujarat- 380058 **Contact No.** +918511006469 **Email:** cs@deemrolls.com **Website:** www.deemroll.com

Notice

Notice is hereby given that 22nd Annual General Meeting of the members of Deem Roll-Tech Limited will be held on Friday, 26th September, 2025 at 11.30 a.m. through Video Conferencing/ Other Audio Visual Means [VC/OAVM] Facility at the Deemed Venue i.e. at the Registered Office of the company at Survey No. 110/1, P-1, 110/2, Ganeshpura, Tal: Kalol, Dist. Mehsana, Gujarat State-382715 to transact the following businesses:

Ordinary Business

[1] To receive, consider and adopt the Audited Financial Statements for the Financial Year 2024-25 ended 31st March, 2025 along-with the Reports of the Board of Directors and the Auditors thereon and to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“Resolved that the audited financial statements of the company for the financial year 2024-25 ended 31st March, 2025 along-with the Reports of the Board of Directors and the Auditors thereon laid before this meeting be and are hereby received, considered and adopted.”

[2] To consider reappointment of Mr. Jaydev Ramesh Betai [DIN: 08218474] Director who retires by rotation and being eligible offers himself for re-appointment and in this regard to consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“Resolved that pursuant to the provisions of Section 152 of the Companies Act, 2013 and the Rules made thereunder as modified and other applicable provisions, if any, and Article 152 of the Articles of Association of the company, Mr. Jaydev Ramesh Betai [DIN: 08218474] Director, who is liable to retire by rotation and being eligible has offered himself for reappointment, be and is hereby reappointed as the Director of the company, liable to retire by rotation.”

Special Business

[3] Appointment of Mr. Rabindra Kishan De [DIN: 10985018] as the Director retiring by rotation

To appoint Mr. Rabindra Kishan De [DIN: 10985018] as the Director retiring by rotation and in this regard, if thought fit, to pass the following Resolution as Ordinary Resolutions:

“Resolved that pursuant to provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 [the Act] and the Companies [Appointment and Qualification of Directors] Rules, 2014 [as amended], Mr. Rabindra Kishan De [DIN 10985018] who was appointed by the Board of Directors, based on

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the recommendations of Nomination and Remuneration Committee, as Additional Director under Section 161[1] of the Act and who vacates his office at this annual general meeting and as recommended by the Board of Directors, based on the recommendations of Nomination and Remuneration Committee be and is hereby appointed as a Director, liable to retire by rotation.

Resolved further that the Board of Directors of the company, [including the Committees thereof], be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.”

[4] Appointment of Secretarial Auditor for 5 [Five] Financial Years from the Financial Year 2025-26 to the Financial Year 2029-30

To appoint the Secretarial Auditor of the company, for the first term of 5 [Five] financial years from the Financial Year 2025-26 to the Financial Year 2029-30 and in this regard, if thought fit, to pass the following Resolution as Ordinary Resolutions:

“Resolved that pursuant to the provisions of Sections 179 and 204 and other applicable provisions of the Companies Act, 2013, read with the Rules made thereunder and the Regulation 24A of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, as amended, and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members be and is hereby accorded for the appointment of M/s Dhyanam Vyas & Associates, Practicing Company Secretaries [Membership No.F13259,Certificate of Practice No.21815 and Peer Review Board Certificate No.5749/2024] as Secretarial Auditors of the company for a term of 5 [Five] consecutive years, commencing from Financial Year 2025- 26 till Financial Year 2029-30 at such remuneration and on such terms and conditions as may be mutually agreed between the Board of Directors [including its Committees thereof] and the Secretarial Auditors every financial year.

Resolved further that the Board of Directors [including the Audit Committee], be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.”

[5] Ratification of remuneration of the Cost Auditors for the Financial Year 2025-26

To ratify the remuneration of the Cost Auditors for the Financial Year 2025-26 ending 31st March, 2026 and in this regard, if thought fit, to pass the following Resolutions Ordinary Resolutions.

“Resolved that pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act 2013 read with the Companies [Audit and Auditors] Rules 2014, as amended and the Companies [Cost Records and Audit], Rules, 2014 as amended, the remuneration of Rs 80,000/- [Rupees Eighty Thousand only] exclusive of applicable Tax/GST and out-of pocket expenses, payable to M.I. Prajapati & Associates, Cost Accountants [Membership No.32354 and Firm Registration No.101450] reappointed by the Board of

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Directors on the recommendation of Audit Committee as Cost Auditors to conduct audit of the cost records of the company, for the Financial Year 2025-26 ending 31st March, 2026 be and is hereby approved and ratified.

Resolved further that the Board of Directors of the company, [including the Audit Committee], be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto."

Date: 25th August, 2025
Place: Ahmedabad

By order of the Board of Directors

Registered Office
Survey No. 110/1, P-1, 110/2,
Ganeshpura, Tal: Kalol, Dist. Mehsana,
Gujarat State -382715

Urvi Mali
Company Secretary and Compliance Officer
[Membership No. A75437]

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Notes:

[1] In compliance with the applicable provisions of the Companies Act, 2013 [the Act] and Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] 2015, as amended [the SEBI LODR], General Circular Nos.14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, General Circular No. 22/2020 dated June 15,2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/ 2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, and General Circular No. 3/2022 dated May 5, 2022, respectively, issued by the Ministry of Corporate Affairs [collectively referred to as 'the MCA Circulars'] and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India [collectively referred to as 'the SEBI Circulars'] and in compliance with the provisions of the Act and the SEBI LODR, the 22nd Annual General Meeting [the AGM/this AGM] of the Company is being conducted through VC/OAVM facility, which does not require physical presence of the members at a common venue in accordance with the Act, the MCA Circulars, the SEBI LODR and the SEBI Circulars. The deemed venue for the AGM will be the Registered Office of the Company – Survey No. 110/1, P-1, 110/2, Ganeshpura, Taluka: Kadi: District: Mahesana, Gujarat, India, 382729.

[2] As per the provisions of Clause 3. A. II. of the General Circular No. 20/2020 dated May 05, 2020, the Special Businesses as appearing in Item No. 3, 4 and 5 of the Notice, considered to be unavoidable by the Board of Directors and hence, forming part of this Notice.

[3] The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 3, 4 and 5 of the Notice is annexed hereto. The relevant details, pursuant to Regulation 36[3] of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, as amended [the SEBI Listing Regulations], in respect of the Director seeking reappointment at this AGM is annexed.

[4] Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM. Hence, proxy form, attendance slip and route map are not annexed to this Notice. However, Institutional Investors and Corporate Members are entitled to appoint authorized representatives to attend this AGM through VC / OAVM to participate thereat, and cast their votes through e-voting.

[5] The members may join the AGM in the VC / OAVM mode 15 Minutes [Fifteen Minutes] before the scheduled time of the commencement of the AGM by following the procedure mentioned in this Notice. The helpline number regarding any query / assistance for participation in the AGM through VC/OAVM is 022-23058542/43.

[6] The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

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[7] In line with the General Circular Nos. 20/2020 dated May 05, 2020 and No. 02/2021 dated January 13, 2021, and the relevant circulars issued by SEBI, the Notice of this AGM along-with the 22nd Annual Report for the Financial Year 2024-25 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/ Depositories/ RTA. For the physical copy of 22nd Annual Report, the members may send requests to the Company's dedicated investor email-id: cs@deemrolls.com. The Notice of this AGM and Annual Report for Financial Year 2024-25 are also available on the Company's website - www.deemrolls.com, and on the website of the Stock Exchange, i.e. NSE Limited at www.nseindia.com.

[8] The members desirous of seeking information regarding accounts of the Company are requested to send their queries to cs@deemrolls.com on or before **08th September, 2025**.

[9] The Company has fixed Friday, **19th September, 2025** as the 'Record Date' for determining entitlement of members for e-voting facility for the Financial Year 2024-25 for the AGM.

[10] The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode.

[11] As stated above the members can join the AGM through VC/OAVM mode 15 [Fifteen] minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to the members on first come first served basis.

Process and manner for members opting for voting through electronic means:

[I] 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 and Disclosure Requirements] Regulations 2015, as amended, and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December, 2021 and 5th May 2022, 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 Bigshare Services Private Limited for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by Bigshare.

[II] Those Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., **Friday, 19th September, 2025**, shall be entitled to avail the facility of remote e-voting as well as venue voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

[III] A person who has acquired the shares and has become a member of the Company after the dispatch of the notice of the AGM and prior to the Cut-off date i.e., **Friday, 19th September, 2025**, shall be entitled to exercise his/her vote either electronically i.e., remote e-voting or venue voting system on the date of the AGM

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by following the procedure mentioned in this part.

[IV] The remote e-voting will commence on **Tuesday, 23rd September, 2025** at 9.00 a.m. and will end on **Thursday, 25th September, 2025** at 5.00 p.m. During this period, the Members of the Company holding shares as on the Cut-off date i.e., **Friday, 19th September, 2025** may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by Bigshare thereafter.

[V] Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.

[VI] 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. **Friday, 19th September, 2025**.

The Company has appointed M/s Dhyanam Vyas & Associates, Practicing Company Secretary [Membership No. F13259, Certificate of Practice No.21815 and Peer Review Board Certificate No.5749/2024], to act as the Scrutinizer for conducting the remote e-voting process as well as the venue voting system on the date of the AGM, in a fair and transparent manner.

Process for those shareholders whose email ids are not registered:

Please update your e-mail id and mobile no. with your respective Depository Participant [DP].

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

[i] The voting period begins **Tuesday, 23rd September, 2025 at 9.00 a.m.** and will end on **Thursday, 25th September, 2025 at 5.00 p.m.** During this period shareholders of the Company, as on the cut-off date (record date) of date i.e., **Friday, 19th September, 2025** may cast their vote electronically. Bigshare shall disable the e-voting module for voting thereafter.

[ii] Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

[iii] Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password.</p> <p>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 BIGSHARE the E-Voting service provider and you will be re-directed to E-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to E-Vote website for casting your vote during the remote e-voting period.</p>

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Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: 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 BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) 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>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 name BIGSHARE and you will be redirected to i-Vote 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	<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>

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.

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Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

1. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.
NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

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Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

2.Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.
- Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)
- Your investor is now mapped and you can check the file status on display.

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Factory: Plot No. 1006 & 1007, Phase - II GIDC, Chhatral, Ta. Kalol, Dist : Gandhinagar-382729 (Gujarat) **Factory:** Village Gholsara, Post Sinhet, P.S. Dadpur, Dist : Hooghly, West Bengal-712305.

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Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

1. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on “**VC/OAVM**” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:-

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.

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- Members who have voted through Remote e-Voting will be eligible to attend the AGM/EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

12. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.deemroll.com and on the website of Bigshare i.e. <https://ivote.bigshareonline.com> within three days of the passing of the Resolutions at the 22nd Annual General Meeting of the Company and shall also be communicated to the Stock Exchange where the shares of the Company are listed.

Date: 25th August, 2025
Place: Ahmedabad

By order of the Board of Directors

Registered Office
Survey No. 110/1, P-1,110/2,
Ganeshpura, Tal: Kalol, Dist. Mehsana,
Gujarat State -382715

Urvi Mali
Company Secretary and Compliance Officer
[Membership No. A75437]

Regd. Office & Factory : Survey No.: 110/1,110/2 (New No. 202), Ganeshpura - Dhanali Road, Village Ganeshpura, Ta. Kadi. Dist : Mehsana - 382705, Gujarat, (INDIA)

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Annexure to Notice

Statement under Secretarial Standard 2 on General Meetings [the SS-2] issued by the Institute of Company Secretaries of India and the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, as amended, for the Item No.2 Ordinary Business

Item No.2: Appointment Mr. Jaydev Ramesh Betai [DIN: 08218474] as Non-Executive Director who retires by rotation and being eligible offers himself for appointment Information of Mr. Jaydev Ramesh Betai retiring by rotation but seeking re-election

Name	Jaydev Ramesh Betai
Director Identification Number	08218474
Date of Birth and Age	21 st March, 1952 - 73 years
Status	Non-Executive Director
Date of first appointment and reappointment etc.	Mr. Betai was appointed as Director retiring by rotation by the members of the company at the 15 th Annual General Meeting held on 29 th September, 2018. From time-to-time Mr. Betai was reappointed as Director retiring by rotation by the members at the annual general meetings.
Qualifications	Mr. Betai is M. Com, LL. B [Special], Diploma in taxation Laws and Practice, Diploma in Labour Laws and Practice, Fellow Member of the Institute of Company Secretaries of India, Practicing Company Secretary
Experience in specific professional areas	Mr. Betai has total about 33 years of experience of working with various corporates in public and private sectors and handling of assignments of corporate and other laws, litigations, human resources and resources mobilization etc. Since November, 2011, working as Practicing Company Secretary and is based at Ahmedabad.
Number of equity shares held in the company	Nil
Number of equity shares held in other companies	Nil
List of other companies in which directorships held	Nil
List of companies in which directorships were held during last 3 Years	Nil
Chairman/Member of the Committees of Board in other companies	Nil
Chairman/Member of the Committees of Board of the company	<u>Member</u> [1] Audit Committee [2] Nomination and Remuneration Committee and [3] IPO Committee [Dissolved by the Board of Directors at the meeting held on

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	10 th March,2025]
Relationships between Directors inter se	Nil
[a] Meetings of the Board of Directors and the Committees held during the Financial Year 2024-25 ended 31/03/2024 and attended by Mr. Betai [b] Meetings of the members of the company held during the year ended 31/03/2025 and attended by Mr. Betai	Mr. Betai was appointed as Chairman of the Board of Directors at the Board Meeting held on 14 th July,2023. [a] [i] 6 Meetings of the Board of Directors were held and 5 Meetings were attended by Mr. Betai [ii] 4 Meetings of the Audit Committee were held and all Meetings were attended by Mr. Betai [iii] 4 Meetings of the Nomination and Remuneration Committee were held and all Meetings were attended by Mr. Betai [iv] 1 Meeting of the IPO Committee was held and was attended by Mr. Betai [b] 21 st Annual General Meeting held during Financial Year 2024-25 held on 19 th September,2024 was attended and chaired by Mr. Betai.
Details of remuneration paid/sought to be paid	Sitting fees for attending Board Meetings and Committee Meetings, where he is a Member.

Mr. Jaydev Ramesh Betai is not disqualified for reappointment under Section 164 and Section 165 of the Companies Act, 2013. Mr. Betai has signified his consented for reappointment as Non-Executive Director liable to retire by rotation as per his letter dated 16th August, 2025.

The statement stating out the material facts pursuant to Section 102 of the Companies Act,2013 [the Act] and the information required as per Regulation 36 [3] of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 [the SEBI LODR], as amended and Secretarial Standard 2 on the General Meeting issued by the Institute of Company Secretaries of India

Item No.3. Appointment Mr. Rabindra Kishan De [DIN: 10985018] as Director retiring by rotation

It is stated that pursuant to Section 161 and other applicable provisions, if any, of the of the Companies Act, 2013, the Companies [Appointment and Qualifications of Directors] Rules, 2014 as amended, Article 138 of the Articles of Association of the company and the recommendations of the Nomination and Remuneration Committee at the meeting held on 25th August,2025, the Board of Directors at their meeting held on 25th August,2025, appointed Mr. Rabindra Kishan De as the Additional Director to held office w.e.f. 25th August, 2025 and up to the date of the next annual general meeting i.e. twenty-second annual general meeting or the last date on which the twenty-second annual general meeting should have been held, whichever is earlier. It is further stated that the Board of Directors, as per the recommendations of the Nomination and Remuneration Committee, had at their above meeting also resolved to approach the members at the twenty-second annual general meeting for appointment of Mr. Rabindra Kishan De [DIN: 10985018] as the Director retiring by rotation.

Your Directors recommend passing of the ordinary resolutions by the members for their approval.

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Information of Mr. Rabindra De as required under the provisions of the Act, the SEBI LODR and the SS 2

Mr. Rabindra Kishan De [DIN: 10985018] aged about 73 years is B.Sc. Engineering [Mechanical] and Diploma in Industrial Engineering.

Mr. De has over 45 years of qualitative experience in operations' management, maintenance management, project management, process enhancements, cost control and man management in steel plant, foundry and engineering industry.

Mr. De has extensive practical and hands-on experience of more than two decades in maintenance, re-engineering, retrofitting, upgrading, problem solving and project management in integrated steel/foundry plants, casting [continuous/centrifugal/static], material handling, machine shop, EOT Cranes and other services].

Mr. De or his relatives are not related to any Director or their relatives of the company. Mr. De is not holding any shares in the company. Mr. De is not holding directorship in any other company.

Mr. De has attended 1 meeting of the Board of Directors during the current financial year.

Mr. De will be entitled to sitting fees for attending the Meetings of the Board of Directors and Committees in which he is appointed as the Member.

Mr. De is not disqualified for reappointment under Section 164 and Section 165 of the Companies Act, 2013.

Mr. De has signified his consented for appointment as Non-Executive Director liable to retire by rotation as per his letter dated 14th August, 2025.

Item No.4 Appointment of Secretarial Auditor for 5 [Five] Financial Years from the Financial Year 2025-26 to the Financial Year 2029-30

M/s Dhyanam Vyas & Associates, Practicing Company Secretaries [Membership No. F13259, Certificate of Practice No.21815 and Peer Review Board Certificate No.5749/2024] [hereinafter referred to as DVA] has over six years of experience in providing comprehensive professional services across Corporate Laws, SEBI Regulations etc. Their expertise includes conducting secretarial audits, due diligence audits, compliance audits etc.

As per Regulation 24A of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, as amended [hereinafter referred to as the SEBI LODR read with SEBI Notifications and other applicable provisions, DVA is eligible for appointment for a period of five years and on the basis of recommendations of the Audit Committee, the Board of Directors, at its meeting held on 25th, August, 2025 approved the appointment of DVA as Secretarial Auditors of the company to hold office for a term of five consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30.

The appointment is subject to approval of the members of the company.

DVA has given their consent to act as secretarial auditors of the company and confirmed that their aforesaid appointment, if approved, would be within the limits specified by Institute of Company Secretaries of India. Furthermore, in terms of the amended regulations DVA has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid Peer Review Certificate.

The Board of Directors and the Audit Committee shall approve the remuneration of DVA every financial year in consultation of DVA.

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The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with DVA. Based on the recommendations of the Audit Committee, the Board of Directors have approved and recommended the aforesaid proposal for approval of members.

None of the Directors and Key Managerial Personnel of the company and their relatives are concerned or interested, financially or otherwise, in passing the proposed Resolution.

Your Directors recommend passing of the ordinary resolutions by the members for their approval.

Item No.5. Ratification of remuneration of the Cost Auditors for the Financial Year 2025-26

As the members are aware, in terms of Section 148 of the Companies Act, 2013 and Rule 3A and Rule 4 of Companies [Cost Records and Audit] Rules, 2014, the company is required to appoint a Cost Auditor to conduct audit of the cost records of the company.

M.I. Prajapati & Associates, Cost Accountants [Membership No.32354 and Firm Registration No.101450], have been appointed as the Cost Auditors of the company for the Financial Year 2025-26 by the Board of Directors, in its meeting held on 25th August, 2025, on the recommendation of the Audit Committee. The Board has decided to pay a remuneration of Rs 80,000/- [Rupees Eighty Thousand only] exclusive of applicable Tax/ GST and out-of-pocket expenses, which is reasonable and commensurate with the size of operations of the company. In terms of Section 148 of the Companies Act, 2013 and the Companies [Audit and Auditors] Rules, 2014, the remuneration of the Cost Auditors fixed by the Board of Directors is required to be ratified by the members.

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

Your Directors recommend passing of the resolutions as ordinary resolutions by the members.

Date: 25th August, 2025
Place: Ahmedabad

By order of the Board of Directors

Registered Office
Survey No. 110/1, P-1,110/2,
Ganeshpura, Tal: Kalol, Dist. Mehsana,
Gujarat State -382715

Urvi Mali
Company Secretary and Compliance Officer
[Membership No. A75437]

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