Deem Roll-Tech Limited – Transcript of 23rd Annual General Meeting

25th September, 2026

Directors Present

[1] Mr. Jaydev Ramesh Betai Chairman of the Board of Directors and Non-Executive Director	:	Through Video Conferencing from Corporate Office
[2] Mr. Nihar Kanti Bandyopadhyay Non-Executive Independent Director and Chairman of Audit Committee and Stakeholders Relations Committee	:	Through Video Conferencing from his residence in Ahmedabad
[3] Mrs. Geeta Chowdhury Non-Executive Independent Director and Chairman of Nomination and Remuneration Committee	:	Through Video Conferencing from her residence in Pune
[4] Mr. Jyoti Prasad Bhattacharya Managing Director & CEO	:	Through Video Conferencing from his residence in Ahmedabad
[5] Mr. Dev Jyotiprasad Bhattacharya Whole-Time Director	:	Through Video Conferencing from his residence in Ahmedabad
[6] Mr. Rabindra Kishan De Non-Executive Director	:	Through Video Conferencing from Dhanali Plant

Special Invitees

[1] Mr. Devraj, Chartered Accountant, Representative of the Statutory Auditors	:	Through Video Conferencing from his Office
[2] Mr. Utakarsh Shah, Practicing Company Secretary, Scrutinizer	:	Through Video Conferencing from his Office

In Attendance

[1] Mr. Janak Navinchandra Gajjar, Chief Financial Officer	:	Through Video Conferencing from Corporate Office
[2] Ms. Diyanshi Baghel, Company Secretary and Compliance Officer	:	Through Video Conferencing from Corporate Office

Transcript:

Moderator:

Good Morning Everyone. I am Shubham, the appointed moderator for today's annual general meeting of Deem Roll-Tech Limited, which is being conducted through video conferencing. On behalf of Company and Bigshare Services Private Limited, I extend a warm welcome to all the participants present today. With this now, I hand over the proceedings to the company secretary. Thank you.

Company Secretary

Good Morning Everyone.

I hereby confirm that the requisite quorum as prescribed under Section 103 of Companies Act, 2013 is present.

I now request Mr. Jaydev Betai, Chairman of the Company, to take the Chair and call the Meeting to order.

Mr. Jaydev Betai

Good Morning.
I welcome all the Members to the 23rd Annual General Meeting of Deem Roll-Tech Limited.
As the requisite quorum is present in accordance with Section 103 of the Companies Act, 2013, I call this Meeting to order.
I now request Ms. Diyanshi Baghel, Company Secretary to conduct the proceedings of the Meeting.
Diyanshi, please take over.

COMPANY SECRETARY

Thank you, Sir.

Good Morning to all the Members.

On behalf of the Board of Directors, I extend a warm welcome to all the Members attending the 23rd Annual General Meeting of Deem Roll-Tech Limited through Video Conferencing / Other Audio Visual Means.
I would like to introduce the Directors and Invitees attending today's Meeting.

Directors Present

1. Mr. Jaydev Ramesh Betai – Chairman
2. Mr. Jyoti Prasad Bhattacharya – Managing Director
3. Mr. Dev Bhattacharya – Whole Time Director
4. Mr. Nihar Kanti Bandyopadhyay – Independent Director and Chairman of Audit Committee and Stakeholder Relationship Committee
5. Mrs. Geeta Chowdhury – Independent Director and Chairman of Nomination and Remuneration Committee
6. Mr. Rabindra Kishan De – Non-Executive Director

Our Special Invitees are:

1. Mr. Devraj – Representative of Statutory Auditor
2. Mr. Utkarsh Shah – Scrutinizer for this meeting, and
3. Mr. Janak Gajjar - Chief Financial Officer

And, the following documents are available electronically for inspection by the Members during the Meeting:

1. Notice convening 23rd Annual General Meeting.
2. Annual Report for Financial Year 2025-26.
3. Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of Companies Act, 2013.
4. Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of Companies Act, 2013.

Further, members may note that this Annual General Meeting is being conducted through Video Conferencing in accordance with Circulars issued by the Ministry of Corporate Affairs and various circulars issued by SEBI and other applicable provisions of Companies Act, 2013 and SEBI (LODR), 2015.

Accordingly, the AGM is being held through VC/OAVM without the physical presence of Members at the venue.

The Registered Office of the Company shall be deemed to be the venue of this AGM.

I now request the Chairman to take over the proceedings.

Mr. Jaydev Betai

Thanks, Diyanshi.

With the consent of the Members present, the Notice dated 21st August, 2026, convening the 23rd Annual General Meeting, the 23rd Report of Board of Directors, along with annexures thereto and the Audited Financial Statements for the Financial Year ended 31st March, 2026, which are already circulated to all Members, and available on the website of the Company and also on the website of National Stock Exchange, are taken as read.

Further, in Report of Statutory Auditor and Report of Secretarial Auditor, there are no qualification, reservation, adverse remark or disclaimer having an adverse effect on the functioning of the Company. Therefore, in terms of Section 145 of the Companies Act, 2013, the both Auditor's Report, Statutory Auditor's Report and Secretarial Auditor's Report are being taken as read.

I now request Diyanshi to proceed further.

COMPANY SECRETARY

Thank you, Sir.

Members may note that pursuant to:

- Section 108 of the Companies Act, 2013;
- Rule 20 of the Companies (Management and Administration) Rules, 2014; and
- Regulation 44 of the SEBI (LODR) Regulations, 2015,

the Company had provided remote e-voting facility through Bigshare Services Private Limited.

The remote e-voting commenced on Tuesday, 22nd September, 2026 at 9.00 a.m. and concluded on Thursday, 24th September, 2026 at 5.00 p.m.

Members who have not cast their vote through remote e-voting are provided the facility to cast their votes during the AGM through the electronic voting system made available by Bigshare Services Private Limited.

The detailed procedure for e-voting forms part of the Notes to the Notice of AGM contained in the Annual Report.

The Board of Directors has appointed Mr. Utkarsh Shah, Practicing Company Secretary, as Scrutinizer to scrutinize the voting process in a fair and transparent manner.

The Members attending the Meeting are by default placed on mute mode to avoid any background disturbances and to ensure smooth conduct of the proceedings.

The Company has not received any request from Members for registration as speakers and no advance query has been received.

For technical assistance, Members may contact the helpline numbers mentioned in the Notice of AGM.

I now request the Chairman to continue the proceedings.

Mr. Jaydev Betai

Now, first I will address the members and then Diyanshi will take it further. Explain the resolutions of 23rd AGM Notice.

Good Morning and welcome to all, my colleague directors, members and special invitees attending this meeting as Diyanshi has given formal introduction of all the directors, I am not going for the same.

I am sure, the 23rd Annual Report containing the Notice for convening the 23rd AGM, 23rd Directors' Report, Statutory Auditors' Report and Audited Financial Statements for the Financial Year 2025-26 ended 31st March, 2026, the financial year under review - must have been received by you all and you must have studied the same.
In the Annual Report you may find the 23rd Directors' Report and all the annexures too. Particularly, Annexure 6, the Management Discussions and Analysis Report, the performance of the company, both physical and financial, during the financial year under review i.e. the FY 2025-26, the circumstances which impacted the performance during the year and the actions and measures being taken for improving the performance during the current year, everything is explained in detail in Director's Report and in the Management Discussions and Analysis Report at Annexure 6. I am not taking much time in discussion of all those aspects. However, I am glad to inform the members that during the current financial year under review, the commercial production has been declared from 2nd January, 2026 and the expansion project for manufacturing the flat product rolls at Dhanali Unit of our company.
The financial figures, the profits, comparative details have been given in the Directors' Report. I would also mention that during the financial year 2025-26, year under review, the domestic competition compelling lowering of the prices of our rolls and the delayed completion of the expansion project at Dhanali have impacted the performance. The exports, during the period under review, have substantially reduced, the reasons are largely due to regional disruptions i.e. in USA high tariff rates, in Bangladesh protests and reciprocal trade restrictions, in Nepal disrupted trade routes and in Russia increase of domestic production and increased imports from China.

I may say that your directors, you management is taking all the possible steps to improve the performance both physical and financial during the financial year 2026-27.
I express my sincerest thanks to all for attending this Annual General Meeting.

Now, I request Diyanshi to take up the proceeding further.

COMPANY SECRETARY

Thank you Sir.

Members may note that there are Three Resolutions proposed in this AGM, comprising two items of Ordinary Business and One item of Special Business.
Since the Notice of AGM has already been circulated and the resolutions have been subjected to remote e-voting, the resolutions are taken as read.

For the benefit of Members attending the Meeting, I shall briefly explain the business items.

Resolution No. 1
Ordinary Resolution for adoption of the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Reports of the Board of Directors and Auditors thereon.

Resolution No. 2
Ordinary Resolution for re-appointment of Mr. Rabindra Kishan De (DIN: 10985018), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution No. 3
Ordinary Resolution for ratification of remuneration of Rs. 80,000/- plus applicable taxes and reimbursement of out-of-pocket expenses payable to M.I. Prajapati & Associates LLP, Cost Auditors of the Company for Financial Year 2026-27.

Members may note that the e-voting facility shall remain open for 15 minutes after conclusion of the AGM.

The Scrutinizer shall unblock the votes after completion of the AGM and submit his Consolidated Scrutinizer's Report to the Chairman.

The voting results along with the Scrutinizer's Report shall be declared and placed on the website of the Company and submitted to the Stock Exchange in accordance with Companies Act, 2013 and Regulation 44 of SEBI (LODR) Regulations, 2015.

Now, there being no other business to transact, I, on behalf of the Board of Directors, express my sincere gratitude to all the Members, Directors and Invitees for joining this Annual General Meeting and for their continued trust and support.

The e-voting facility shall remain open for the next 15 minutes.

The Meeting stands concluded at 11:48 A.M.

Thank You all.

Stay Safe and Have a Good Day.

Mr. Jaydev Betai

Thanks Diyanshi, all the directors, members and special invitees for attending this Annual General Meeting. Thank you.

Moderator:

Ma’am, with your permission. Can you conclude the meeting?

Mr. Jaydev Betai

Yes. Yes.

Moderator:

Thank you, ladies and gentlemen for your active participation. With this, we conclude the proceedings of the video conferencing. We truly appreciate your time and wish you a pleasant day. Thank you so much.

Company Secretary

Thank you. Thank you everyone.