

**RR METALMAKERS INDIA LIMITED**

**TRANSCRIPT OF THE PROCEEDING OF 1<sup>ST</sup> EXTRAORDINARY GENERAL MEETING  
FOR FY 2024-25 OF THE MEMBERS OF RR METALMAKERS INDIA LIMITED HELD ON  
THURSDAY, MARCH 27, 2025**

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**MR. VIPIN MEHTA** - Practicing Company Secretary

Good Afternoon - Ladies & Gentlemen. It's 01:00 p.m., time for the 1<sup>st</sup> Extra-ordinary General Meeting ('EOGM') for the financial year 2024-25 of the Members of the Company. It is my indeed pleasure to welcome you at the 1<sup>st</sup> EOGM of 2024-25 of RR MetalMakers India Limited. Hope you all are safe and healthy.

In terms of the applicable provisions of the Companies Act, 2013 and Rules made there under ('the Act') and Circulars issued by the Ministry of Corporate Affairs ('MCA') vide its General Circular No. 09/2024 dated September 19, 2024 read with other General Circulars regarding holding of the EOGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) (referred to as "MCA Circulars"), the companies are permitted to convene the EOGM through VC or OAVM without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, this EOGM is convened through VC or OAVM mode. Deemed venue of the EOGM is the Registered Office of the Company.

I now request the Chairman to proceed further with the Meeting.

**MR. VIRAT S. SHAH** - Chairman

Good afternoon dear Members. It gives me great pleasure to welcome you all at this EOGM. I thank all the members for joining us today.

The required quorum being present, I call the Meeting to be in order. In terms of the aforesaid MCA Circulars, since this EOGM is being conducted through VC, there is no requirement of appointment of proxies.

Now I request Mr. Vipin Mehta, Practicing Company Secretary, who is assisting me in conducting the meeting, to take forward the proceeding of the meeting.

**MR. VIPIN MEHTA**

Thank you.

I wish to introduce the Directors and Committee Members present at the meeting who have joined us through video conference / other audio visual means. We have

1. Mr. Virat Shah, Chairman (also Chairman of Share Transfer and Stakeholders' Relationship Committee)
2. Mr. Alok Virat Shah, Non-Executive Director (also Chairman of Nomination & Remuneration Committee).
3. Ms. Reena Parmar, Whole-time Director.
4. Mr. Samir Patil, Independent Director (also Chairman of Audit Committee).

However, Mr. Navin Mehta, Whole-time Director, could not attend the meeting due to health issue.

Further, Mr. Hemanshu Kapadia, Secretarial Auditors, and Mr. Madhukar Chavan, Partner of M/s. M A Chavan & Co, Statutory Auditors of the Company are also present in this EOGM.

Please note that the Company has appointed Central Depository Services (India) Limited (CDSL) for using their platform for remote e-voting facility, for participation at this EOGM through VC facility, Remote e-voting and e-voting during this EOGM.

The Management has confirmed that all the possible efforts to enable the Members to participate and vote on the items being considered in the EOGM are taken and the Company has complied with all the applicable provisions of the Companies Act, 2013, Listing Regulations and relevant circulars issued by MCA to convene the EOGM through VC mode.

The Members will be able to attend the EOGM with their login credentials and as per the procedure stated in the Notice of the EOGM at page nos. 5 to 10. Participation of Members through VC will be reckoned for the purpose of quorum for the EOGM as per Section 103 of the Act and MCA Circulars.

Please note that the Remote e-voting period commenced at 09:00 a.m. (IST) on Monday, March 24, 2025 and same ended at 05:00 p.m. (IST) on Wednesday, March 26, 2025.

The cut-off date for the purpose of remote e-voting and voting at the EOGM was Thursday, March 20, 2025.

In terms of MCA Circulars, the Notice of EOGM was sent to the shareholders on March 05, 2025 through electronic mode only.

For smooth conduct of EOGM and in terms of MCA Circulars, the Company had provided facility to the Shareholders to send questions in advance to reach the Company's designated email address i.e. [cs@rrmetalamakers.com](mailto:cs@rrmetalamakers.com) on or before 5:00 p.m. on Saturday, March 22, 2025 and option for Speaker Shareholder has not been provided. Further, Mute mode is activated for all the participants, except for the Panel Members. Kindly note that the Company has not received any questions from shareholders on or before the last date fixed for the same.

Please note that the STATUTORY REGISTERS and other relevant documents referred to in the Notice of EOGM and Explanatory Statement are open for inspection electronically at request. Since in terms of MCA Circulars, Proxy appointment is not allowed, Register of Proxy is not available for inspection.

Since the Notice convening this EOGM has already been circulated, we are taking the same as read.

Since the Company had provided Remote E-voting facility to all the Members of the Company, voting by show of hands is not permissible and therefore it is obligatory for the Company to provide similar and equal voting rights to the Members who are present at this EOGM and not voted through Remote E-voting.

As per the Secretarial Standards-2 (para 7.1), in case of Remote e-voting, voting commences before the EOGM, hence proposing and seconding of the resolutions is not possible at the EOGM. Therefore, proposing & seconding of resolutions is not made applicable at this EOGM.

Now I move to the agenda of the Meeting.

The First Agenda of the meeting is to pass special resolution to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company situated at Navavas village, District Sabarkantha in Gujarat. The details of the reasons and the amount where it will be spent is given in the Explanatory Statement in the Notice of the Meeting.

The next and the last agenda is to pass special resolution to appoint Ms. Leena Nishad Jail (DIN: 10540470) as Non-executive Independent Director of the Company for a term of five years with effect from March 27, 2025.

The resolutions proposed to be passed for these Items alongwith reasons of passing the proposed resolutions are provided in the Notice of EOGM circulated to the Members.

#### **MR. VIRAT S. SHAH**

Since both the agenda items given in the Notice of EOGM have been transacted, I order e-poll to be conducted through e-Voting on both the resolutions and accordingly, the e-Voting is now open for both the resolutions.

Mr. Vipin Mehta (FCS: 8587 and CP: 9869), Partner of M/s. VPP & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the process of Remote e-voting and e-voting at EOGM in a fair and transparent manner.

#### **MR. VIPIN MEHTA**

I now request those Members, who have not casted their vote on the resolutions during remote e-voting period, to cast their vote now through e-Voting. Detailed procedure for E-voting at EOGM is stated at EOGM Notice at page no. 5 onwards.

For e-voting during the EOGM, please go to the page from where you have joined this meeting and no separate login is required for the same and click on Company's EVSN i.e. **250304001** to vote. Once Shareholder click on the same, it will take them to the resolution page. Please follow the instructions to vote on the resolutions. As per the Companies Act, 2013, Members who have already voted through Remote E-voting, can't vote on E-voting at this EOGM

Please note that e-Voting facility will be available for 15 minutes after conclusion of the meeting and voting shall be in proportion to the shares held by the Members as on cut-off date.

I am requesting the Members to participate for e-Voting.

The combined Results of the Remote e-Voting and e-Voting at this EOGM, along with the Scrutinizer Reports will be available under the "Investor Relation tab" "Investors and AGM Information" "Reports" on the Company's website at [www.rrmetalmakers.com](http://www.rrmetalmakers.com) and on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com). The Company shall also simultaneously forward the results to BSE Limited, where the shares of the Company are listed, within two working days from the conclusion of the meeting.

**MR. VIRAT S. SHAH**

I would like to express my sincere thanks to all our esteemed Members, my Co-Directors, Auditors and Scrutinizer for attending this EOGM.

I thank you all for attending this meeting and for your continued support and trust in RR METALMAKERS INDIA LIMITED.

I now declare meeting as concluded.

Thank you and good day.

**MR. VIPIN MEHTA**

I sincerely express my thanks to all present for their co-operation in transacting the proceedings of the meeting and sparing their valuable time for attending the meeting. On behalf of the Company, I propose hearty vote of thanks to the Chairman of the meeting. I also thank all the Members for showing trust in the Company.

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