

## NOTICE

**NOTICE** is hereby given that the **NINETH (09<sup>TH</sup>) ANNUAL GENERAL MEETING (AGM)** of the Members of **PARMESHWAR METAL LIMITED (Formerly known as Parmeshwar Metal Private Limited)** will be held on Tuesday, 30<sup>th</sup> September, 2025 at 11.00. A.M. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), to transact the following business:

### ORDINARY BUSINESS

**1. Adoption of financial statements:**

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2025, including the Audited Balance Sheet as at 31<sup>st</sup> March, 2025, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the report of the Board of Directors and Auditor's report thereon.

**2. Declaration of Final Dividend:**

To declare final dividend at the rate of ₹ 0.75 /- (@ 7.5%) per equity share of ₹ 10/- each for the financial year ended 31<sup>st</sup> March, 2025.

**3. Re-Appointment of Director retires by rotation:**

To appoint Mr. Suchitkumar Patel (DIN: 06372699), Director who retires by rotation and being eligible, offers himself for re-appointment.

**4. Appointment of Statutory Auditor:**

**To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), and upon recommendation of the Audit Committee, M/s. Shah & Shah, Chartered Accountants (Firm Registration No. 131527W), be and are hereby appointed as Statutory Auditors of the Company (upon completion of term of existing Statutory Auditors M/s. Gattani & Associates, Chartered Accountants) for a term of 5 (five) years i.e. from the conclusion of ensuing Annual General Meeting till the conclusion of Annual General Meeting to be held for the financial year 2029-30 of the Company, at such remuneration as may be approved by the Audit Committee/ Board of Directors of the Company from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (including a Committee thereof) or Managing Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as deem necessary, proper or desirable and sign, execute all such documents, papers, instruments and writings as may be required and to take all such steps as may be necessary, proper or expedient and to delegate all or any of its powers herein conferred to any Director(s) or Committee of Directors of the Company."

### SPECIAL BUSINESS

**5. Ratification of remuneration of Cost Auditor:**

**To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act 2013, read with Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and on recommendation of the Audit Committee and Board of Directors of the Company, the remuneration of ₹ 50,000/- excluding applicable taxes and reimbursement of out of pocket expenses, as approved by the Board of Directors of the Company, to be paid to

## NOTICE Contd...

M/s. Borad Sanjay B & Associates, Cost Accountants (appointed by the Board of Directors to conduct the Audit of Cost Records of the Company for the financial year ended 31<sup>st</sup> March, 2026), be and is hereby ratified and confirmed by the Members of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (including a Committee thereof) or Managing Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as deem necessary, proper or desirable and sign, execute all such documents, papers, instruments and writings as may be required and to take all such steps as may be necessary, proper or expedient and to delegate all or any of its powers herein conferred to any Director(s) or Committee of Directors of the Company."

### 6. Approval of Related Party Transactions:

**To consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution;**

"RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), and other Regulations/Circulars issued by the Securities and Exchange Board of India ("SEBI") and other applicable laws, Company's policy on Related Party Transactions, and subject to such other approval(s), consent(s) and permission(s) as may be required to be obtained from time to time and pursuant to the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the consent/approval of the members of the Company be and is hereby accorded to the Company to enter into and/or continue any arrangements / transactions / contracts / agreements of whatever nature including financial or non-financial transaction(s) with related / interested party(ies) as defined under Companies Act, 2013 and/or the Listing Regulations and/or Accounting Standard from time to time, whether material or not, on such terms and conditions including interest with or without security as may be decided, and which shall remain in force unless revoked or varied by the Company in General Meeting, provided that the total aggregate amount / value of all such arrangements / transactions / contracts / agreements that may be entered into by the Company with related / interested party(ies) and remaining outstanding at any one point of time to each party shall not be in excess of the amount as enumerated in Explanatory Statement in detailed for the financial year 2025-26.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Managing Director or Key Managerial Personnel or Board of Directors of the Company (the "Board", which term shall be deemed to include its "Committee of Directors"), be and is hereby authorized to do or cause to be done all such acts, matters, deeds and things and to settle any questions, difficulties or doubts that may arise with regard to any transactions with related parties and sign/execute such agreements, documents papers, instruments and writings and to make such filings, as may be necessary or desirable for the purpose."

### 7. Appointment of Secretarial Auditor:

**To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the rules and regulations made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") to the extent applicable to the Company, 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. Alpesh Vekariya & Associates, Company Secretaries (Firm Registration No.: S2018GJ652400), as Secretarial Auditor of the Company for audit period of five consecutive years commencing from FY 2025-26 till FY 2029-2030 at such fees, plus applicable taxes and other out of pocket expenses as may be mutually agreed upon between the Board of Directors (including any

## NOTICE Contd...

Committee thereof or person(s) authorized by the Board) of the Company and the Secretarial Auditor.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as deem necessary, proper or desirable and sign, execute all such documents, papers, instruments and writings as may be required and to take all such steps as may be necessary, proper or expedient and to delegate all or any of its powers herein conferred to any Director(s) or Committee of Directors of the Company."

### 8. Variation in the objects/terms of utilization of the Initial Public Issue:

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

"RESOLVED THAT pursuant to the provisions of Sections 13(8) and 27 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 32 of the Companies (Incorporation) Rules, 2014 and Rule 7 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, and pursuant to Regulation 32 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("the ICDR Regulations") and other applicable laws, regulations and guidelines (including any amendment or re-enactment thereof, for the time being in force), and subject to such approvals, permissions and sanctions as may be necessary, the consent of the Members be and is hereby accorded to vary the terms of utilisation of the unutilised proceeds of the Initial Public Offering ("IPO Proceeds"), as disclosed in the Prospectus dated 06<sup>th</sup> January, 2025 and represented in the explanatory statement herewith, to the extent of the unutilised balance and to utilise such proceeds towards Working Capital Requirements of the Company, which was one of the Objects of the IPO.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (including a Committee thereof) or Managing Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as deem necessary, proper or desirable and sign, execute all such documents, papers, instruments and writings as may be required and to take all such steps as may be necessary, proper or expedient and to delegate all or any of its powers herein conferred to any Director(s) or Committee of Directors of the Company and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval and ratification thereto expressly by the authority of this resolution."

**Registered Office:**  
**Survey No. 130P & 131,**  
**State Highway No. 69, Sampa Lavad Road,**  
**Village Sujana Muvada, Post-Sampa,**  
**Dehgam, Gandhinagar-382315**  
**Date: 20<sup>th</sup> August, 2025**

**By order of the Board of Directors**  
**PARMESHWAR METAL LIMITED**

**Shantilal Shah**  
**Managing Director**  
**DIN: 03297356**

## NOTICE Contd...

### NOTES:

- 1) The Ministry of Corporate Affairs (MCA) vide its General Circular No. 09/2024 dated 19<sup>th</sup> September, 2024, read with circulars issued earlier on the subject ("MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated 03<sup>rd</sup> October, 2024, read with the circulars issued earlier on the subject ("SEBI Circulars") have permitted the Companies to conduct the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) till 30<sup>th</sup> September, 2025. Accordingly, the AGM is being conducted through VC/OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- 2) 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.
- 3) The Explanatory Statement and reasons in respect of proposed special business pursuant to Section 102(1) of the Companies Act, 2013 are annexed hereto.
- 4) Pursuant to the requirements under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") including Regulation 36(3) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the details and a Statement containing brief resume of Director seeking re-appointment/appointment together with the details of shares held by him/her, if any, is annexed hereto.
- 5) Since the AGM will be held through VC/OAVM, the Route Map is not annexed with this Notice.
- 6) The Members can join the AGM in 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 will be made available to at least 1000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more Shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- 7) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- 8) Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the Members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
- 9) In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.
- 10) In compliance with the MCA and SEBI Circulars, Notice of the AGM along with the Annual Report for FY 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. The Members may note that the AGM Notice and Annual Report for FY 2024-25 will also be available on website of the Company i.e. [www.parmeshwarmetal.com](http://www.parmeshwarmetal.com), website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of the CDSL at [www.evotingindia.com](http://www.evotingindia.com).
- 11) Members are requested to intimate any change in their address and / or bank details immediately to their Depository Participants.
- 12) To support 'Green Initiative' Shareholders who have not registered their email addresses, so far, are requested to register their email address and changes therein from time to time, with their concerned Depository Participant.
- 13) Members desiring any relevant information with regard to the Accounts or any other matter at the Annual General



## NOTICE Contd...

Meeting are requested to write to the Company at least 7 (seven) days before the date of the meeting through email at [cs@parmeshwarmetal.com](mailto:cs@parmeshwarmetal.com) to enable the management to keep the required information available at the meeting.

- 14) The Securities and Exchange Board of India ("SEBI") vide its circular dated 20<sup>th</sup> April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members are requested to submit their PAN and update Bank Details and email Id, with their respective Depository Participant.
- 15) The Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the accompanying Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email at [cs@parmeshwarmetal.com](mailto:cs@parmeshwarmetal.com).
- 16) Members are entitled to make nomination in respect of shares held by them. Members desirous of making nominations are requested to send the prescribed Form (SH-13) duly filled in and signed by them to the Depository Participants.
- 17) A dividend of ₹ 0.75/- per equity share has been recommended by the Board of Directors for the year ended 31<sup>st</sup> March, 2025, subject to the approval of the Members at the ensuing Annual General Meeting, is proposed to be paid within 30 days from the date of declaration by electronic mode to those Shareholders who having registered relevant bank details. In case of electronic payment rejected, the Company will dispatch dividend warrants / cheques to such Shareholders through postal services.
- 18) The Company has fixed Friday, 19<sup>th</sup> September, 2025 as the 'Record Date' for determining entitlement of Members to final dividend for the financial year ended 31<sup>st</sup> March, 2025, if approved at the AGM.
- 19) Shareholders may note that pursuant to the Income Tax Act, 1961, as amended by the Finance Act, 2020, dividends paid or distributed by a Company after 1<sup>st</sup> April 2020 shall be taxable in the hands of the Shareholders. No tax will be deducted on payment of dividend to the Resident Individual Shareholders if the amount of dividend payable does not exceed ₹ 5,000/-. Your Company shall therefore be required to deduct tax at source at the time of making the payment of the said dividend payable. The Shareholders are requested to update their PAN with the depositories. However, no tax or reduced tax shall be deducted on the dividend payable by the Company in cases the Shareholder provides Form 15G (applicable to any Resident Individual other than a Company or a Firm) / Form 15H (applicable to Resident Individuals above the age of 60 years) / Form 10F (applicable to Non-Residents), provided that the eligibility conditions are being met. Needless to say, Permanent Account Number (PAN) is mandatory for category of Forms. To avail this benefit, Shareholders need to provide respective declaration / document (Form 15G/15H/10F) at the website of RTA, M/s. MUFG Intime India Private Limited (Formerly M/s. Link Intime India Private Limited) Or at below given link, on or before 23<sup>rd</sup> September, 2025 <https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html>.

Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by uploading respective declaration/documents as mentioned hereinabove.

Shareholders are requested to address all correspondence, including dividend related matters, to the RTA, M/s. MUFG Intime India Private Limited (Formerly M/s. Link Intime India Private Limited), 5<sup>th</sup> Floor, 506 to 508, Amarnath Business Centre-1, (ABC-1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Navrangpura, Ahmedabad-380006, Email Id: [ahmedabad@in.mpms.mufg.com](mailto:ahmedabad@in.mpms.mufg.com)

Disclaimer: This Communication is not to be treated as a tax advice from the Company or its affiliates or M/s. MUFG Intime India Private Limited (Formerly M/s. Link Intime India Private Limited) Shareholders should obtain the tax advice related to their tax matters from a tax professional.

## NOTICE Contd...

### 20) THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual Shareholders holding shares in demat mode.

**Step 2:** Access through CDSL e-Voting system in case of Shareholders holding shares in physical mode and non-individual Shareholders in demat mode.

- i) The voting period begins on Friday, 26<sup>th</sup> September, 2025 at 09.00 a.m. (IST) and ends on Monday, 29<sup>th</sup> September, 2025 at 05.00 p.m. (IST). During this period Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off Date of 23<sup>rd</sup> September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL 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 the 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.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual Shareholders holding shares in demat mode.

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

Pursuant to the aforesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual Shareholders holding securities in Demat mode CDSL/NSDL is given below:

## NOTICE Contd...

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>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 users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdsiindia.com">www.cdsiindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>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 the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdsiindia.com">www.cdsiindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdsiindia.com">www.cdsiindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders holding securities in Demat mode with NSDL	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service</li> </ol>

**NOTICE** Contd...

Type of Shareholders	Login Method
	<p>provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>



## NOTICE Contd...

**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.

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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 18002109911
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022- 48867000 and 022- 24997000

**Step 2:** Access through CDSL e-Voting system in case of Shareholders holding shares in physical mode and non-individual Shareholders in Demat mode.

- v) Login method for Remote e-Voting and joining virtual meetings for Physical Shareholders and Shareholders other than individual holding in Demat form.
  - a) The Shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - b) Click on "Shareholders" module.
  - c) Now enter your User ID  
For CDSL: 16 digits beneficiary ID,  
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,  
Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - d) Next enter the Image Verification as displayed and Click on Login.
  - e) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any Company, then your existing password is to be used.
  - f) If you are a first-time user follow the steps given below:

## NOTICE Contd...

	<b>For Physical Shareholders and other than individual Shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both Demat Shareholders as well as Physical Shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your Demat account or in the Company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the Depository or Company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- vi) After entering these details appropriately, click on "SUBMIT" tab.
- vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, Shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for Resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix) Click on the EVSN for PARMESHWAR METAL LIMITED on which you choose to vote.
- x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii) After selecting the Resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiii) Once you "CONFIRM" your vote on the Resolution, you will not be allowed to modify your vote.
- xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to Scrutinizer for verification.
- xvii) Additional Facility for Non-Individual Shareholders and Custodians - For Remote Voting only.
  - Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have

## NOTICE Contd...

issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively, Non-Individual Shareholders are required mandatory to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address viz. csalpeshvekariya@gmail.com or to the Company at cs@parmeshwarmetal.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the Scrutinizer to verify the same.

### 21) **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

- a) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- b) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- c) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- d) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- e) Further, Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- f) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- g) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at Company's email id cs@parmeshwarmetal.com. The Shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at Company's email id cs@parmeshwarmetal.com. These queries will be replied to by the Company suitably by email.
- h) Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- i) Only those Shareholders, who are present in the AGM 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 available during the AGM.
- j) If any Votes are cast by the Shareholders through the e-voting available during the AGM and if the same Shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such Shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the Shareholders attending the meeting.

### 22) **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES:**

- i. For Physical Shareholders: Please provide necessary details like Folio No., Name of Shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA.
- ii. For Demat Shareholders: Please update your email id & mobile no. with your respective Depository Participant (DP).
- iii. For Individual Demat Shareholders: Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

## NOTICE Contd...

- 23) If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 18002109911.
- 24) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai-400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 18002109911.
- 25) The Company has appointed M/s. Alpesh Vekariya & Associates, Company Secretaries, Ahmedabad 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.
- 26) The voting results shall be declared within two working days from the conclusion time of the Meeting. The results declared along with the Scrutinizer's Report will be placed on the website of the Company at [www.parmeshwarmetal.com](http://www.parmeshwarmetal.com) immediately after the result is declared by the Chairman or any other person authorised by the him in this regard and will simultaneously be sent to BSE Limited, where equity shares of the Company are listed.

### Contact Details:

#### Company

#### Parmeshwar Metal Limited

Email Id: [cs@parmeshwarmetal.com](mailto:cs@parmeshwarmetal.com), Ph.: +91 6357076561

#### Registrar & Transfer Agent

#### M/s. MUFG Intime India Private Limited

(Formerly M/s. Link Intime India Private Limited).

506-508, Amarnath Business Centre-1, (ABC-1),  
Besides Gala Business Centre, Near St. Xavier's College Corner,  
Off C G Road, Ellisebridge, Ahmedabad-380006

Email: [ahmedabad@in.mpms.mufg.com](mailto:ahmedabad@in.mpms.mufg.com), Ph.: +91 079-2646 5179

#### e-Voting Agency

#### Central Depository Services (India) Limited

25<sup>th</sup> Floor, A Wing, Marathon Futurex,  
Mafatlal Mills Compound, NM Joshi Marg,  
Lower Parel (E), Mumbai-400013

Email: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

Phone/Helpline No. 18002109911

#### Scrutinizer

#### M/s. Alpesh Vekariya & Associates, Company Secretaries,

915, One World West, Iskcon-Ambli Road,  
Ambli, Ahmedabad-380058,

Email Id: [csalpeshvekariya@gmail.com](mailto:csalpeshvekariya@gmail.com), Ph.: +91 027-17464687

#### Registered Office:

Survey No. 130P & 131,  
State Highway No. 69, Sampa Lavad Road,  
Village Sujana Muvada, Post-Sampa,  
Dehgam, Gandhinagar-382315  
Date: 20<sup>th</sup> August, 2025

By order of the Board of Directors  
PARMESHWAR METAL LIMITED

Shantilal Shah  
Managing Director  
DIN: 03297356



## NOTICE Contd...

### THE STATEMENT SETTING OUT THE MATERIAL FACTS CONCERNING EACH ITEM OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### ITEM NO. 4

This explanatory statement is in terms of the Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), however, the same is strictly not required as per Section 102 of the Act. The following is being provided as additional information to the Members:

M/s. Gattani & Associates, Chartered Accountants (Firm Registration No.: 103097W), will retire at the ensuing Annual General Meeting.

Accordingly, upon recommendation of the Audit Committee, the Board of Directors of the Company at their Meeting held on 20<sup>th</sup> August, 2025, have recommended, the appointment of M/s. Shah & Shah, Chartered Accountants (Firm Registration No. 131527W), as the Statutory Auditors of the Company. M/s. Shah & Shah have confirmed their eligibility and provided their consent for appointment under Section 139 read with Section 141 of the Companies Act, 2013. M/s. Shah & Shah will hold office for a period of 5 (five) consecutive years from the conclusion of the ensuing Annual General Meeting of the Company till the conclusion of the Annual General Meeting to be held for the financial year 2029-30 subject to the approval by the Shareholders at the ensuing Annual General Meeting.

M/s. Shah & Shah, Chartered Accountants (FRN: 131527W), founded in 2010, is a trusted financial advisory and compliance firm based in Ahmedabad, Gujarat. With expertise in Audit & Assurance, Taxation, Corporate & Regulatory Compliance, Financial Advisory, and International Compliance, the firm provides precise, innovative, and client-focused solutions that ensure seamless compliance and strategic growth. Supported by a team of dedicated professionals, M/s. Shah & Shah goes beyond numbers - delivering clarity, strategy, and success for every client.

None of the Directors, KMPs and/or their respective relatives is in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 4 of the Notice.

Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No. 4 of the Notice for approval of the Members.

#### ITEM NO. 5

In accordance with the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to appoint a Cost Auditor to audit the cost records of the Company.

On recommendation of Audit Committee, the Board of Directors of the Company at their meeting held on 15<sup>th</sup> May, 2025 has approved the appointment and remuneration of M/s. Borad Sanjay B & Associates, Cost Accountants, to conduct the Audit of Cost Records maintained by the Company for the financial year ended 31<sup>st</sup> March, 2026.

In terms of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, remuneration of the Cost Auditors is required to be ratified by the Members of the Company.

None of the Directors, KMPs and/or their respective relatives is in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 5 of the Notice.

Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No. 5 of the Notice for approval of the Members.

#### ITEM NO. 6

The Company is proposing to enter into certain business transactions with related parties as described in this explanatory statement for the financial year 2025-26. All transactions to be entered into by the Company with related parties are in the ordinary course of business and are at arm's length basis and necessary approvals as required in compliance of the provisions under the Companies Act, 2013 ("the Act") / the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") have already been obtained from the Audit Committee / Board.

## NOTICE Contd...

Pursuant to provisions of Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of the Board and its Power) Rules, 2014, any transaction entered into between the Company and related party whose value increased by 10% of the Annual Turnover or 10% of Net Worth of the Company to be approved by the Members of the Company by way of an ordinary resolution. However, the Company is not required to obtain Board and/or Members approval if transaction(s) is/are executed at arm's length basis and/or in ordinary course of business.

Pursuant to Regulation 23 of the Listing Regulations (to the extend applicable w.e.f. 01<sup>st</sup> April, 2025), all Related Party Transactions shall require prior approval of the Audit Committee and all material transactions with related parties shall require approval of the Members of the Company through a Resolution and all related parties shall abstain from voting on such Resolution.

It may be noted that as per the amended definition provided in the explanation to Regulation 23 (1) of the Listing Regulations, a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. The said limits are applicable even if the transactions are in the ordinary course of business of the concerned Company and at an arm's length basis. The amended Regulation 2(1)(zc) of the Listing Regulations has also enhanced the definition of related party transaction which now includes a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

Members may importantly note that the Company has been undertaking such transactions of similar nature with the said related parties in the past financial years, in the ordinary course of business and/or on arms' length basis. The maximum annual value of the proposed transactions with below mentioned related parties is estimated on the basis of Company's current transactions with them and future business projections.

The Management has provided the Audit Committee with the relevant details, as required under law, of various proposed RPTs. The Audit Committee, after reviewing all necessary information, has granted approval for entering into RPTs with related parties for an aggregate value as mentioned hereunder in a table to be entered for the financial year 2025-26. The Audit Committee has noted that the said transactions are/will be on an arms' length basis and/or in the ordinary course of business of the Company.

Accordingly and to avoid any conflicts with the applicable law, act, regulations or guidelines relating to arrangements/transactions/contracts/agreements (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise) of whatever nature including financial or non-financial transaction(s) with related/interested party(ies) as defined under Companies Act, 2013 or the Listing Regulations or Accounting Standard or other applicable regulations or guidelines from time to time, whether material or not, whether at arm's length basis or not, whether in ordinary course of business or not, the approval of the Members is sought for the matter including arrangements / transactions / contracts / agreements undertaken whether by way of continuation / extension / renewal / modification / ratification by way of passing of an Ordinary Resolution.

The following arrangements/transactions/contracts/agreements which may be entered into by the Company with its related parties, from time to time, defined below are estimated to exceeds the threshold limit as prescribed in the above paras and therefore it is consider as material related party transactions. Accordingly, it requires approval of the Company by way of passing of an Ordinary Resolution.

Details of the proposed RPTs between the Company and it's Related Parties including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Circular, are as follows;

## NOTICE Contd...

Sr. No.	Description	Details of proposed RPTs between the Company and it's Related Parties
1	Summary of information provided by the Management to the Audit Committee for approval of the proposed RPTs.	
a	Name of the Related Party and its relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise).	Given in below table.
b	Type, material terms, monetary value and particulars of the proposed RPTs	The Company and it's related parties (Given in below table) have entered into/propose to enter into the following RPTs for the financial year 2025-26, for an aggregate value Given in below table.
c	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed RPTs.	Not Applicable.
2	Justification for the proposed RPTs.	These transactions are ordinary/regular business transactions of the Company and carried out at arm's length and in accordance with the applicable laws. Arrangement is commercially beneficial.
3	Details of proposed RPTs relating to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary.	
a	Details of the source of funds in connection with the proposed transaction.	Not Applicable.
b	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments:- Nature of indebtedness, - Cost of funds and - Tenure.	Not Applicable.
c	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security.	Not Applicable.
d	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable.
4	Arm's length pricing and a statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the Shareholder.	Not Applicable.
5	Name of the Director or Key Managerial Personnel ('KMP') who is related, if any, and the nature of their relationship.	Mr. Suchitkumar Patel (WTD), Mr. Piyush Shah (Directors) and Mr. Shantilal Shah (MD).
6	Any other information that may be relevant.	All relevant information/details are mentioned herein Explanatory Statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.
7	Nature of concern or interest of the related party (financial or otherwise)	Financial

## NOTICE Contd...

Name of Related Party	Description of Relationship	Nature of Transactions	Amount of transaction per Annum
Parmeshwar Recycling Limited (PRL)	Enterprise over which Key Management Personnel / Directors / Promoters and their relatives exercise significant influence	Sale / Purchase / Job Work / Availing or Providing of service and resources / Lease of Assets/Properties / other transactions in nature of income or expenditure / other financial transactions or transactions for business purpose.	₹ 25000 Lakhs
Yogeshwar Metal Private Limited (YMPL)	Enterprise over which Key Management Personnel / Directors / Promoters and their relatives exercise significant influence	Sale / Purchase / Job Work / Availing or Providing of service and resources / Lease of Assets/Properties / other transactions in nature of income or expenditure / other financial transactions or transactions for business purpose.	₹ 7500 Lakhs
Fortunate Metal Private Limited (FMPL)	Enterprise over which Key Management Personnel / Directors / Promoters and their relatives exercise significant influence	Sale / Purchase / Job Work / Availing or Providing of service and resources / Lease of Assets/Properties / other transactions in nature of income or expenditure / other financial transactions or transactions for business purpose.	₹5000 Lakhs
Shree Mahadev Metal (SMM)	Enterprise over which Key Management Personnel / Directors / Promoters and their relatives exercise significant influence	Sale / Purchase / Job Work / Availing or Providing of service and resources / Lease of Assets/Properties / other transactions in nature of income or expenditure / other financial transactions or transactions for business purpose.	₹5000 Lakhs
Shree Dev Metal (SDM)	Enterprise over which Key Management Personnel / Directors / Promoters and their relatives exercise significant influence	Sale / Purchase / Job Work / Availing or Providing of service and resources / Lease of Assets/Properties / other transactions in nature of income or expenditure / other financial transactions or transactions for business purpose.	₹5000 Lakhs
Parmeshwar Cold Storage Private Limited (PCSPL)	Enterprise over which Key Management Personnel / Directors / Promoters and their relatives exercise significant influence	Sale / Purchase / Job Work / Availing or Providing of service and resources / Lease of Assets/Properties / other transactions in nature of income or expenditure / other financial transactions or transactions for business purpose.	₹ 500 Lakhs
Royal Regina Habitat Private Limited (RRHPL)	Enterprise over which Key Management Personnel / Directors / Promoters and their relatives exercise significant influence	Sale / Purchase / Job Work / Availing or Providing of service and resources / Lease of Assets/Properties / other transactions in nature of income or expenditure / other financial transactions or transactions for business purpose.	₹ 500 Lakhs



## NOTICE Contd...

The Members may note that in terms of the provisions of the Listing Regulations, no Related Party shall vote to approve the Ordinary Resolution set forth at Item No. 6 of the Notice, whether the entity is a Related Party to the particular transaction or not.

Except Mr. Suchitkumar Patel, Mr. Piyush Shah and Mr. Shantilal Shah and their relatives, none of the other Directors and/or Key Managerial Personnel of the Company is concerned or interested, financially or otherwise, in the resolution as set out at Item No. 6 of the Notice.

Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No. 6 of the Notice for approval of the Members.

### ITEM NO. 7

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") to the extent applicable to the Company and on the basis of recommendations of the Audit Committee, the Board of Directors at its meeting held on 15<sup>th</sup> May, 2025 had approved and recommended the appointment of M/s. Alpesh Vekariya & Associates, Company Secretaries [Firm Registration No.: S2018GJ652400 and Peer Review Certificate (PRC) No.: 1799/2022], as Secretarial Auditor of the Company for audit period of 5 (five) consecutive years commencing from financial year 2025-2026 to financial year 2029-2030. The fees to be paid for the financial year 2025-2026 plus applicable taxes and reimbursement of out-of-pocket expenses incurred and for subsequent year(s) of their term with an annual increment as may be mutually agreed between the Board of Directors and the Secretarial Auditor.

M/s. Alpesh Vekariya & Associates, Company Secretaries, has given their consent to act as Secretarial Auditor 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, M/s. Alpesh Vekariya & Associates, Company Secretaries, 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 and affirm that they are not disqualified from being appointed as Secretarial Auditor.

Statement containing additional disclosure:

<b>Basis of recommendation for appointment including the details in relation to and credentials of the Secretarial Auditors proposed to be appointed</b>	M/s. Alpesh Vekariya & Associates is recognised and peer reviewed firm. The recommendations from the Audit Committee and the Board of Directors of the Company meet the eligibility criteria and qualifications as prescribed under the Act and the applicable rules made thereunder and the Board of Directors has taken into account various factors including the industry experience, experience of working with the Company, the expertise, in-depth knowledge including under NBFC Regulations, the audit fees, overall audit experience, and an assessment of the quality of audit work previously performed by them with the Company and served as the Secretarial Auditor of the Company.
<b>Brief Profile of Secretarial Auditors</b>	M/s. Alpesh Vekariya & Associates is Peer Reviewed Firm of Practicing Company Secretaries founded by Mr. Alpesh J Vekariya, Fellow member of ICSI and have dedicated team capable of offering services across a range of disciplines at any location. The firm is based in Ahmedabad, Gujarat and engaged in providing services to the listed and unlisted entities including leading corporates under Corporate Laws, Foreign Exchange Management Act (FEMA), Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act (SEBI Regulations), NBFC Regulations and other allied Laws as well as Compliance Management, Advisory and Liaison services.

## NOTICE Contd...

None of the other Directors, KMPs and/or their respective relatives is in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 7 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 7 for the approval of the Members.

### ITEM NO. 8

The Company had undertaken an Initial Public Offering ("IPO") in January 2025, pursuant to which it raised a sum of ₹ 2474.16 Lakhs on Gross Issue Proceeds basis and a sum of ₹ 2199.14 Lakhs (net of issue expenses) on Net Issue Proceed basis. As disclosed in the Prospectus dated 6<sup>th</sup> January, 2025, the IPO proceeds were proposed to be utilised for the following five objects:

Sr. No.	Objects	Total money raised from IPO (Amount In Lakhs)
Object 1	Setting up a new manufacturing facility at Gandhinagar, Dehgam, Gujarat for manufacturing of Bunched Copper Wire and 1.6 MM Copper Wire ("Proposed Project")	218.08
Object 2	Funding of capital expenditure for Furnace renovation	186.67
Object 3	To Meet Working Capital Requirements	1392.17
Object 4	General Corporate Purpose	402.22
Object 5	Public Issue Expenses	275.02

As on 20<sup>th</sup> August, 2025, an approx. amount of ₹ 41.35 Lakhs out of the IPO proceeds (Public Issue Expenses) remains unutilised.

The Company has substantially deployed the IPO proceeds towards the identified objects, except for certain amounts that remain unutilised from the object number 5 i.e. Public Issue Expenses. After evaluating the current business requirements, the Board of Directors is of the view that the unutilised funds can be best utilised for augmenting the working capital requirements of the Company, which was already one of the objects stated in the Prospectus.

This variation does not amount to introduction of a new object but represents reallocation of unutilised funds to an existing object of the IPO, thereby ensuring optimal use of funds for growth and day-to-day operations of the Company.

As per the aforesaid provisions of Act and SEBI Regulations, the variation in the terms of utilisation of IPO proceeds requires approval of the Members by way of a Special Resolution.

None of the other Directors, KMPs and/or their respective relatives is in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 8 of the Notice except to the extent of their shareholding, if any, in the Company.

Based on the recommendation of the Audit Committee, the Board recommends the Special Resolution set forth at Item No. 8 of the Notice for approval of the Members.

#### Registered Office:

Survey No. 130P & 131,  
State Highway No. 69, Sampa Lavad Road,  
Village Sujana Muvada, Post-Sampa,  
Dehgam, Gandhinagar-382315  
Date: 20<sup>th</sup> August, 2025

By order of the Board of Directors  
PARMESHWAR METAL LIMITED

Shantilal Shah  
Managing Director  
DIN: 03297356

## NOTICE Contd...

**Brief resume of Director(s) to be appointed/re-appointed at the forthcoming Annual General Meeting are given below pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Refer Item No. 3 of the Notice):**

<b>Name of Director</b>	<b>Mr. Suchitkumar Patel</b>
Date of Birth	11-03-1987
Nationality	Indian
Brief Resume of the Director	Mr. Suchitkumar Patel, Whole Time Director and associated with Company since 2021. He is also a one of the key players in growth and development of the Company. He is also Director in Fortunate Metal Private Limited. Over the last 5 years, he has led the expansion of the Company having wider experience in the metal industry.
Date of Appointment	30-05-2021
DIN	06372699
PAN	AUPPP0399C
Experience (Yrs.)	More than 7 years in the metal industry
Expertise	Sales & Marketing, Management, Decision-Making, Finance and Administration.
Other Directorship (as on 31 <sup>st</sup> March, 2025)	Fortunate Metal Private Limited.
Chairmanship / Membership of Committees of other Companies	Nil
Inter-se relationship between Directors and other Key Managerial Personnel	NA
Shareholding (individual) in Company	1687500
Education	Diploma in Civil Engineering (fifth semester)
Listed Entities in which the person has resigned as Director in past 3 years	NA