



SHRI HARE-KRISHNA SPONGE IRON LIMITED

CIN: U27109WB2003PLC096152, GST: 22AAHCS5235M1Z7

(MFRS. OF SPONGE IRON, M.S. INGOT, STEEL SHOTS & GRITS)

Reg Off: 126, Mahatma Gandhi Road, Ground Floor, Kolkata, West Bengal, 700007

Corp Off. & Factory: Plot No. 106, Phase-II, Industrial Growth Centre, Siltara, Raipur- 493111

(C.G.) Phone: 0771-4090514; Fax: 0771-2562514, Website: shkraipur.com

E-mail: info@shkraipur.com; shkraipur@gmail.com

NOTICE

Notice is hereby given that the Extra Ordinary General Meeting of Members of M/s Shri Hare-Krishna Sponge Iron Limited ("Company") will be held on Thursday, 04th July 2024, at 11:30 A.M. at the Corporate Office of the Company at Plot No. 106, Phase -II, Industrial Growth Centre, Siltara, Raipur- 493111, at shorter notice, to transact the following business:

SPECIAL BUSINESS:

1. Approval for Sub-Division of Share Capital of the Company

To consider and, if thought fit, to pass with or without modification the following resolution as an "Ordinary Resolution"

"RESOLVED THAT pursuant to the provisions of Section 61(1)(d), Section 64 and all other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the provisions of Memorandum of Association and Articles of Association of the Company, consent of the members of the company, be and is hereby accorded for the sub division of 20,00,000 (Twenty Lakhs) Equity share of Rs. 100/- (Rupees One Hundred Only) each of the Company into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each fully paid, in such a manner that 1 (One) equity share of Rs. 100/- (Rupees Hundred only) shall constitute 10 (Ten) equity shares of Rs. 10/- (Rupees Ten Only) each of the Company, without altering the aggregate amount of such capital and share so allotted shall be entitled to participate in full dividend to be declared after sub division of equity shares., with effect from the Record Date as may be fixed for the purpose."

"RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company be hereby deleted and substituted with the following new clause:

V. "The Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each."

"RESOLVED FURTHER THAT pursuant to the sub-division of the equity shares of the Company, all the issued, subscribed and paid up equity shares of face value of Rs. 100/- (Rupees One Hundred Only) each of the company existing on the Record date to be fixed by the Company shall stand sub-divided into equity shares of face value of Rs. 10/- (Rupees Ten Only) each fully paid-up shall stand sub-divided as given below:

| Particulars | Pre Sub-division of Equity Shares | | | Post Sub-division of Equity Shares | | |
|---|-----------------------------------|-------------------|----------------------------|------------------------------------|-------------------|----------------------------|
| | No. of Shares | Face Value in INR | Total Share Capital in INR | No. of Shares | Face Value in INR | Total Share Capital in INR |
| Authorized Share Capital | 20,00,000 | 100 | 20,00,00,000/- | 2,00,00,000 | 10/- | 20,00,00,000/- |
| Issued Subscribed and Paid-up Share Capital | 14,12,105 | 100 | 14,12,10,500/- | 1,41,21,050 | 10/- | 14,12,10,500/- |

"RESOLVED FURTHER THAT upon sub- division of equity shares as aforesaid, the existing share certificate(s) in relation to the existing equity shares of the nominal value of Rs. 100/- (Rupees One Hundred Only) each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record



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date and Company may without requiring the surrender of existing share certificate(s) directly issue and dispatch new share certificate(s) of the company, in lieu thereof subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014."

"RESOLVED FURTHER THAT the Board of directors of the company be and is hereby authorized to take such steps as may be necessary steps for obtaining approvals, statutory, contractual or otherwise in relation to the above and to settle all matters arising out of and incidental thereto and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give from time to time such directions as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution and to delegate all or any of the powers herein vested in the Board to any Director(s), officer(s) of the company as may be required to give effect to this above resolution."

2. Appointment Of Statutory Auditors of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), as recommended by Board of Directors of the company, M/s A.C. Bhuteria & Co., Chartered Accountants, (Firm Registration No. 303105E) be and are hereby appointed as statutory auditors of the company to fill the casual vacancy caused by the resignation of M/s. Bhandari B.C. & Co., Chartered Accountants (Firm Registration No. 0311082E)."

"RESOLVED FURTHER THAT M/s A.C. Bhuteria & Co., Chartered Accountants, (Firm Registration No. 303105E), Kolkata, be and are hereby appointed as the Statutory Auditors of the Company from this Extra-Ordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this Extra-Ordinary General Meeting till the conclusion of the ensuing 21st Annual General Meeting on such remuneration as may be fixed by the Board of Directors of the Company in consultation with the Auditors."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable for such purpose".

By Order Of The Board of Directors
M/s Shri Hare-Krishna Sponge Iron Limited

Place: Raipur
Date: 26/06/2024

Shri Hare Krishna Sponge Iron Ltd.

Manoj Parasrampuria
(Managing Director)
DIN: 00469018
Add.: 31/267, 1st Floor, N/o Old Guest House,
Civil Lines, Raipur, C.G.

Enclosed:

- Notes to Notice
- Proxy Form in Form MGT 11
- Route Map to the Venue of EGM



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Notes:

- The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 relating to special Business to be transacted at the meeting is annexed.
- A member entitled to attend and vote at the extra-ordinary general meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The proxies to be effective should be lodged with the Company at least 48 hours before the commencement of the meeting.
- A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- A corporate member intending to send its authorized representatives to attend the meeting in terms of section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the board resolution authorizing such representative to attend and vote on its behalf at the meeting.
- Members/proxies/authorized representatives are requested to submit the attendance slips duly filled in for attending the meeting.
- During the period beginning 6 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company.
- Members are requested to kindly notify the Company of any changes in their addresses/e-mail address so as to enable the Company to address future communication to their correct addresses.
- Members are allowed to raise queries in advance and at the meeting. Queries in advance shall be e-mailed to cs@indochains.com or shkrapur@gmail.com on or before 11 am on 03rd July 2024.
- All documents referred to in the notice and accompanying explanatory statement are open for inspection at the registered office of the Company on all working days, except Saturdays, between 11:00 a.m. to 01:00 p.m. up to the date of the Extra-Ordinary general meeting and at the venue of the meeting for the duration of the meeting.

Shri Hare Krishna Sponge Iron Ltd.
Manoj Parrothpura

Managing Director



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

Item No. 1: Approval for Sub-Division of Share Capital of the Company: -

The Board of Directors at its meeting held on 25th June 2024 have approved sub-division of face value of equity shares of capital of the company of Rs. 100/- each into smaller denomination of Rs. 10/- each, subject to the approval of members of the Company. The new equity shares to be issued and allotted upon sub-division shall rank pari passu with the then existing equity shares of the Company in all respects.

Accordingly, each Equity share of the Company of the face value Rs. 100/- each existing on the Record Date, shall stand sub-divided into 10 (Ten) Equity Shares of Rs. 10/- each (Rupees Ten Only). The Record Date for the aforesaid Sub-division of Equity shares will be fixed after the approval of shareholders is obtained.

Accordingly, Clause V of the Memorandum of Association (MOA) is proposed to be amended reflecting the corresponding changes in the Capital of the Company consequent to the proposed Sub-division i.e. from 20,00,000 (Twenty Lakhs) Equity share of Rs. 100/- (Rupees One Hundred Only) each of the Company into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each fully paid.

The Board recommends the Resolution set out under Item no. 1 for the approval of Members of the Company as an Ordinary Resolution.

The copy of the Memorandum of Association of the Company is available for inspection at the registered office and corporate office of the Company on any working day during Business hours.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution except to the extent of their shareholding in the Company, if any.

Item No. 02: Appointment Of Statutory Auditors of the Company

To fill the casual vacancy caused by the resignation of statutory auditors, M/s. Bhandari B.C. & Co., Chartered Accountants (Firm Registration No. 0311082E), it is proposed to appoint M/s A.C. Bhuteria & Co., Chartered Accountants, (Firm Registration No. 303105E) as the statutory auditors of the company to hold office till the conclusion of the ensuing 21st Annual General Meeting.

Accordingly, the Directors recommend the matter and the resolution set out under Item no. 2 for the approval of the Members by way of passing an Ordinary Resolution.

None of the Directors, Key Managerial Personnel (KMP) of the company and their relative(s) is in any way concerned or interested in the above referred resolution.

By Order Of The Board of Directors
M/s Shri Hare-Krishna Sponge Iron Limited

Place: Raipur
Date: 26/06/2024

Shri Hare Krishna Sponge Iron Ltd.

Manoj Parasrampuria
(Managing Director)
DIN: 00469018
Add.: 31/267, 1st Floor, N/o Old Guest House,
Civil Lines, Raipur, C.G.



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Form No. MGT 11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013, and rule 19(3) of Companies (Management and Administration) Rules, 2014]

| | |
|--|--|
| Name, address and email ID of the shareholder(s) | |
| Folio no. | |

I / we, being the member(s) of _____ shares of the above-named Company, hereby appoint:

a. Name: _____ address: _____

signature: _____ or failing him;

b. Name: _____ address: _____ signature: _____

_____ as my / our proxy to attend and vote (on a poll) for me / us and on my / our

behalf at the _____ the Extra General Meeting of the Company held on _____, 20____ at

_____ A.M/P.M. at Corporate Office at _____ in respect of such

Resolutions as indicated below:

| Sr. No | Resolutions | Voted For | Voted against |
|--------|---|-----------|---------------|
| 1. | Approval for Sub-Division of Share Capital of the Company | | |
| 2. | Appointment Of Statutory Auditors of the Company | | |

Signed this _____ day of _____ 2024

Signature of proxy holder(s)

Signature of shareholder

Affix One
Rupee
Revenue
Stamp

Notes:

- The proxy, to be effective, should be deposited at the Registered Office of the Company not less than **FORTY EIGHT HOURS** before the commencement of the meeting.
- A proxy need not be a member of the Company.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- The Form of proxy confers authority to demand or join in demanding a poll.
- The submission by a member of this Form of proxy will not preclude such member from attending in person and voting at the meeting.



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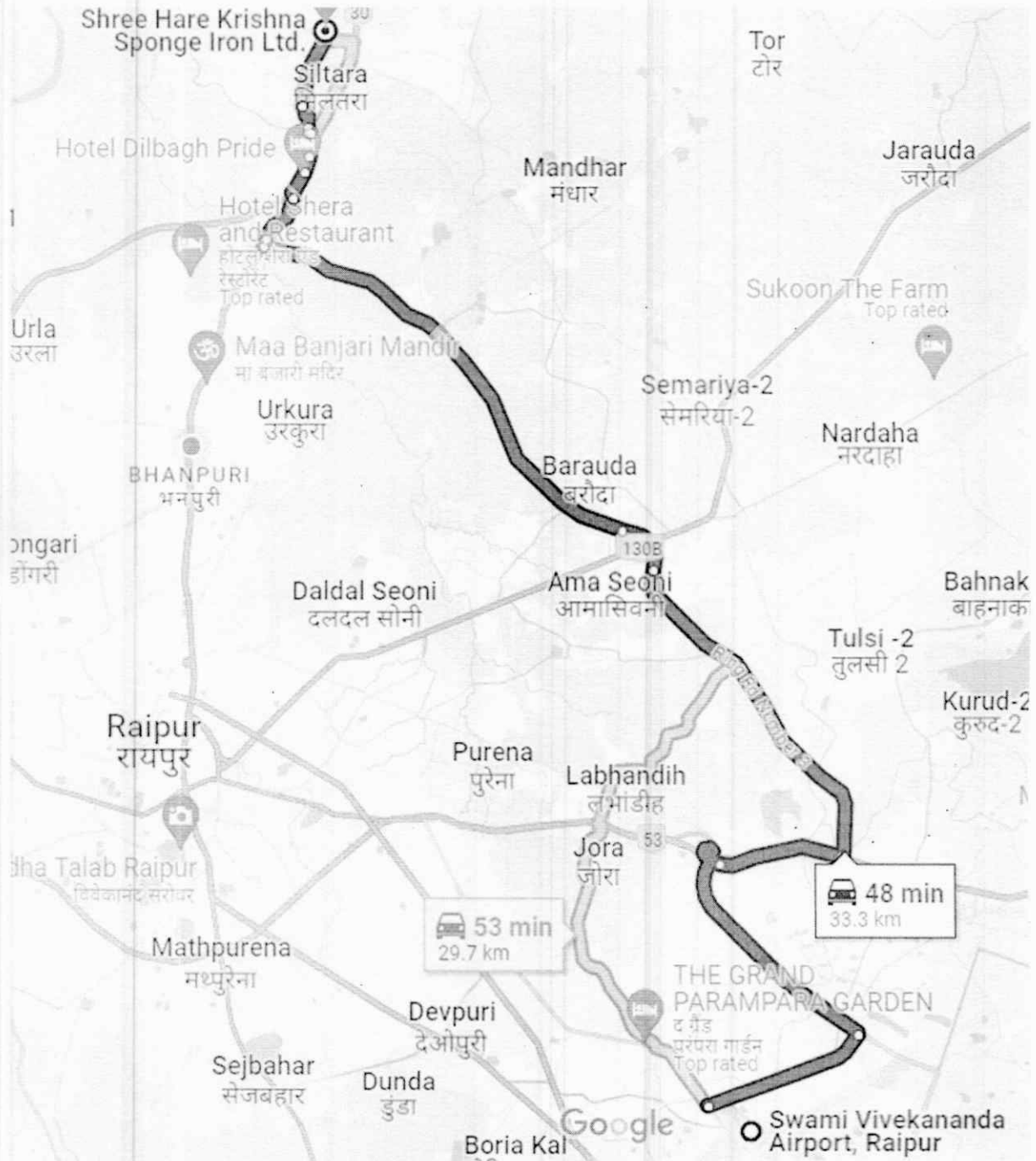
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ROUTE MAP



Shri Hare Krishna Sponge iron Ltd.

Anand Prasad
Managing Director