



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: shkrapur.com

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

NOTICE

Notice is hereby given that the Extra Ordinary General Meeting of Members of Shri Hare-Krishna Sponge Iron Limited ("Company") will be held on Wednesday, 12th June 2024, at the Corporate Office of the Company at Plot No. 106, Phase -II, Industrial Growth Centre, Siltara, Raipur- 493111 (C.G.) at 12:30 P.M. to transact the following business:

SPECIAL BUSINESS:

1. Adoption of Memorandum of Association as per the provisions of the Companies Act, 2013

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

"RESOLVED THAT pursuant to the provisions of Sections 4, 13 and any other applicable provisions of the Companies Act, 2013 ("**the Act**"), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Table A of the Schedule I of the Act, consent of members of the company be and is hereby accorded for adoption of the Memorandum of Association of the Company by replacing in the existing sub-clauses of clause III (B) wherever it contains the reference of the Companies Act, 1956 with relevant provisions of the Companies Act, 2013 and to completely delete existing clause III (C) (from S.No. 1 to 21) containing other objects from Memorandum of Association."

"RESOLVED FURTHER THAT in accordance with the Table A of the Schedule I of the Act, the **Clause III (A) and III (B)** of the Memorandum of Association of the Company, be renamed as under:

Clause III (A) – The objects to be pursued by the Company on its incorporation are:

Clause III (B) – Matters which are necessary for furtherance of the objects specified in Clause III (A) are:

To replace the existing Clause IV with the text prescribed under Schedule I of the Companies Act, 2013 to be read hereinafter as:

Clause IV- The Liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them."

"RESOLVED FURTHER THAT Board of director of the company be and is hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Registrar of Companies or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto."

2. Adoption of new set of Articles of Association as per provisions of the Companies Act, 2013:

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



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"RESOLVED THAT pursuant to Section 14 and other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), and consent of members of the company be and is hereby accorded to adopt the new set of Articles of Association pursuant to the Companies Act, 2013 so as to incorporate such other clauses as may be suitable for Public Limited Company under the Companies Act, 2013."

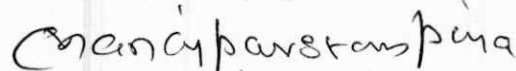
"RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, the Board be and is hereby authorized on behalf of the company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT Board of director of the company be and is hereby jointly or severally authorized to carry out necessary formalities with the concerned Registrar of Companies and any other authority as may be required and to do such acts and deeds and to sign such documents that may be required in respect of aforesaid alterations in the Memorandum of Association of the Company."

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

Place: Raipur
Date: 16/05/2024

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. 492001

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 or shkrapur@gmail.com on or before 11 am on 11th June 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.

Manjiv Parashar

Managing Director



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

Item 01. Adoption of Memorandum of Association as per the provisions of the Companies Act, 2013

Company has a proposal to adopt the new set of Memorandum of Association as prescribed under Section 4 (6) & Table A of Schedule I of Companies Act, 2013 while amending its existing Memorandum of Association.

The Board at its meeting held on 16th May 2024 has approved alteration of the MOA of the Company and the Board now seeks Members approval for the same.

A Copy of the proposed new set of Memorandum of Association of the Company would be available for inspection at the registered office and corporate office of the Company on all working days up to and including the date of General Meeting.

The Board recommends the Resolution as set out in the Notice for approval of the members of the Company by way of Special Resolution.

None of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested or deemed to be concerned or interested in passing of this resolution, except to the equity shares held by them in the Company.

Item 02. Adoption of new set of Articles of Association as per provisions of the Companies Act, 2013:

With the enforcement of New Companies Act, 2013 company has to adopt the new set of Articles of Association in substitution for and exclusion of all existing Articles in due compliance with the provisions, rules & regulations of New Companies Act, 2013.

A Copy of the proposed new set of AOA of the Company would be available for inspection at the registered office and corporate office of the Company on all working days upto and including the date of Extra-Ordinary General Meeting.

The Board recommends the Resolution as set out in the Notice for approval of the members of the Company by way of Special Resolution.

None of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested or deemed to be concerned or interested in passing of this resolution, except to the equity shares held by them in the Company.

For and on Behalf of Board of Directors,
M/s Shri Hare-Krishna Sponge Iron Limited

Shri Hare Krishna Sponge iron Ltd.

Manoj Parasrampuria

(Manoj Parasrampuria) Managing Director

Managing Director

DIN: 00469018

Add: 31/267, 1st Floor, N/o Old Guest House, Civil Lines,
Raipur C.G. 492001

Date: 16/05/2024

Place: 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.	Adoption of Memorandum of Association as per the provisions of the Companies Act, 2013.		
2.	Adoption of new set of Articles of Association as per provisions of the Companies Act, 2013.		

Signed this ----- day of ----- 2024

Signature of proxy holder(s)

Signature of shareholder

Affix One Rupee Revenue Stamp
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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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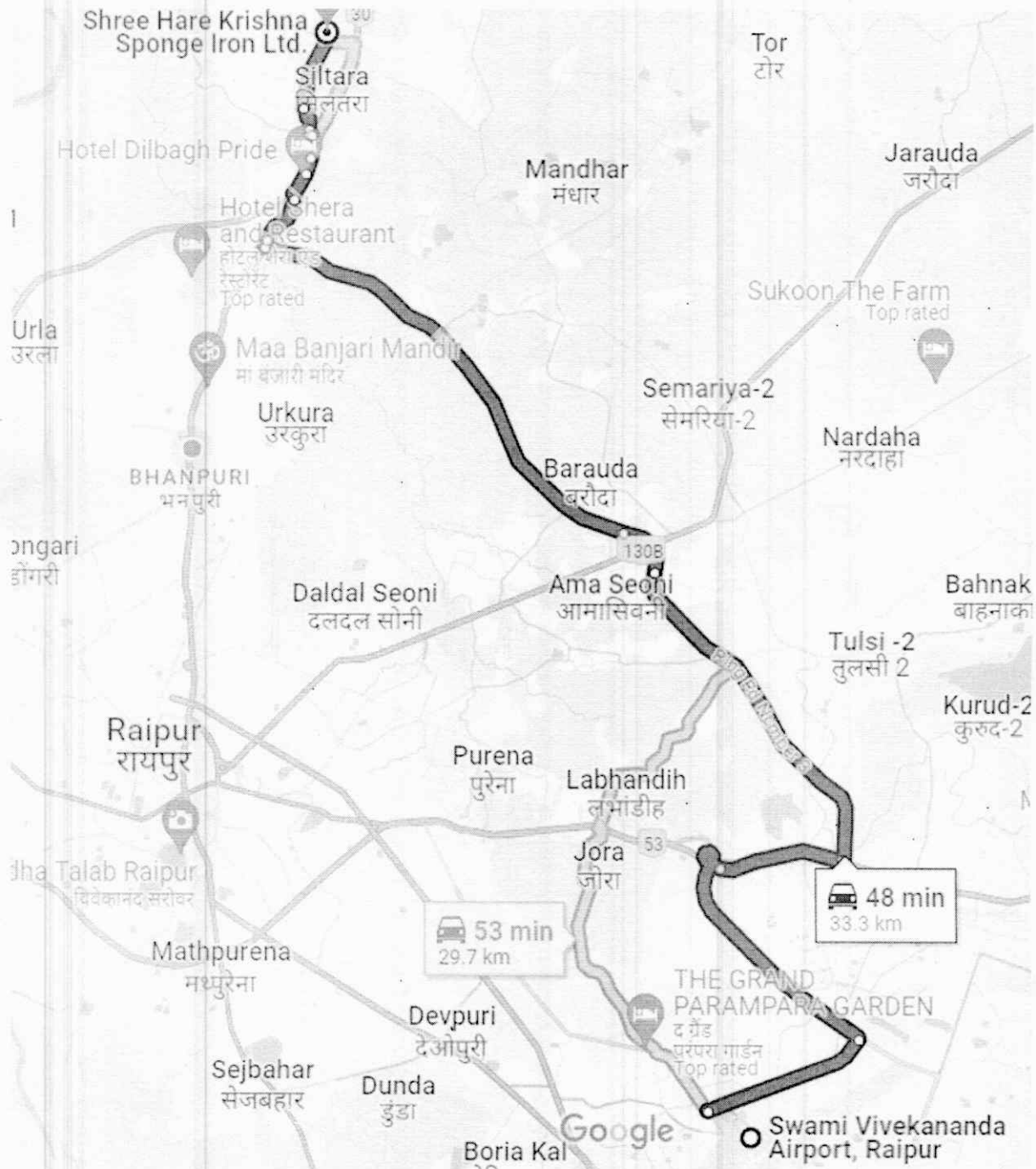
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ROUTE MAP



Shri Hare Krishna Sponge Iron Ltd.

Chandrabansambhaya
Managing Director