



# 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: info@shkraipur.com; shkrapur@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 Monday, 19<sup>th</sup> August 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. Appointment of Mrs. Jonu Agrawal (DIN: 10738552) as Non- Executive Independent Director of the Company

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

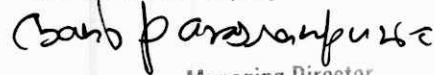
"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV, Section 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and other applicable provisions of the Act, as amended, and the rules and regulations made thereunder (collectively referred to as the "Companies Act") and other applicable law and pursuant to the provisions of the articles of association of the Company, Mrs. Jonu Agrawal (DIN: 10738552, Independent Directors Databank Registration No.: IDDB-NR-202408-063265) who was appointed as an Additional Director in independent category on 16<sup>th</sup> August 2024 under the provisions of Section 161 of the Act and the Articles of Association of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term up to five consecutive years from the date of original appointment on 16<sup>th</sup> August 2024 and who is not liable to retire by rotation."

"RESOLVED FURTHER THAT any one of the Directors of the company be and are hereby jointly or severally authorised to sign and submit e-forms and all relevant documents, in respect of aforesaid appointment with the Registrar of Companies and to do all such acts, deeds and things as may be necessary or expedient in their entire discretion, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

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

Place: Raipur  
Date: 17/08/2024

Shri Hare Krishna Sponge Iron Ltd.



Managing Director

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

### Enclosed:

- a. Notes to Notice
- b. Proxy Form in Form MGT 11
- c. 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@shkrapur.com or shkrapur@gmail.com on or before 11 am on 19<sup>th</sup> August 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.

  
Managing Director



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## Annexure to the notice

### Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 read with the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company vide its resolution dated 16<sup>th</sup> August 2024 appointed Mrs. Jonu Agrawal as an Additional Director (Non-Executive Independent) on Board of the Company. In terms of the provisions of Section 161(1) of the Companies Act, 2013, she holds office up to the date of the ensuing Annual General Meeting of the Company. A brief profile of Mrs. Jonu Agrawal as per the requirements of the Companies Act, 2013 and the rules made thereunder is annexed to this notice.

In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Mrs. Jonu Agrawal being eligible offers herself for appointment, and is proposed to be appointed as an Independent Director, not liable to retire by rotation, for a term of five (5) consecutive year's upto 15<sup>th</sup> August 2029. She has given her consent to act as a Director of the Company, along with a certificate stating that she is not disqualified from being appointed as a Director in the Company in terms of Section 164 of the Companies Act, 2013. Further, she has submitted the declaration as required pursuant to section 149 (7) of the Act stating that she meets the criteria of independence as provided in sub section (6) of Section 149 of the Companies Act, 2013. Mrs. Jonu Agrawal has also declared that she is not debarred from holding the office of Director. The Board considers that her experience and expertise would be of immense benefit to the Company and that it is desirable to avail services of Mrs. Jonu Agrawal as an Independent Director of the Company. The Board of Directors of your Company, therefore, recommends the Resolution to be passed as an Ordinary Resolution by the members.

As regards to the appointment of Mrs. Jonu Agrawal, following disclosures are made pursuant to Secretarial Standards on General Meeting ("SS-2"), issued by the Institute of Company Secretaries of India:

Name	Mrs. Jonu Agrawal
DIN	10738552
Age	38 years
Qualifications	Chartered Accountant, M. Com
Date of First Appointment on the Board of Directors	16 <sup>th</sup> August 2024
Justification for appointment as Independent Director and details of Experience (Skills & Capabilities)	Chartered Accountant with 12 years of experience. Expert in ROC Compliances, with proven history of leading shifts with excellent guidance and employee leadership. Trained in Management and committed to punctuality.
Shareholding in Company as on date of notice	NIL
List of the directorships held in other companies' as on the date of notice	NIL



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Relationship with other directors Manager and other Key Managerial Personnel of the company	Not Applicable
Number of Meetings of the Board attended during the year	During the year and after her appointment as Additional Independent Director, 02 board meeting was held and she attended both the meeting.
Terms and Conditions of Appointment	Non-Executive Independent Director, not liable to retire by rotation.
Other Membership/ Chairmanship of Committees of other Boards	NIL
Past Remuneration	NIL
Sitting fees to be paid	As decided between the Board and Non-Executive Independent Director provided that the amount of such fees shall not exceed maximum amount specified under Section 197(5) of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives or any other officials of the Company as contemplated under provisions of Section 102 of the Companies Act, 2013 is, in way, financially or otherwise concerned or interested in the proposed resolution except to the extent of their shareholding and directorship in the company.

The Board of directors recommends the aforesaid Resolution for approval by the shareholders by way of Ordinary Resolution.

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

Shri Hare Krishna Sponge Iron Ltd.  
*Manoj Parasram*

Manoj Parasram Managing Director  
Chairman & Managing Director  
DIN: 00469018

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

Date: 17.08.2024

Place: Raipur



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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.	Appointment of Mrs. Jonu Agrawal (DIN: 10738552) as Non-Executive Independent Director of the Company		

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

Affix One  
Rupee  
Revenue  
Stamp

Signature of proxy holder(s)

Signature of shareholder

#### 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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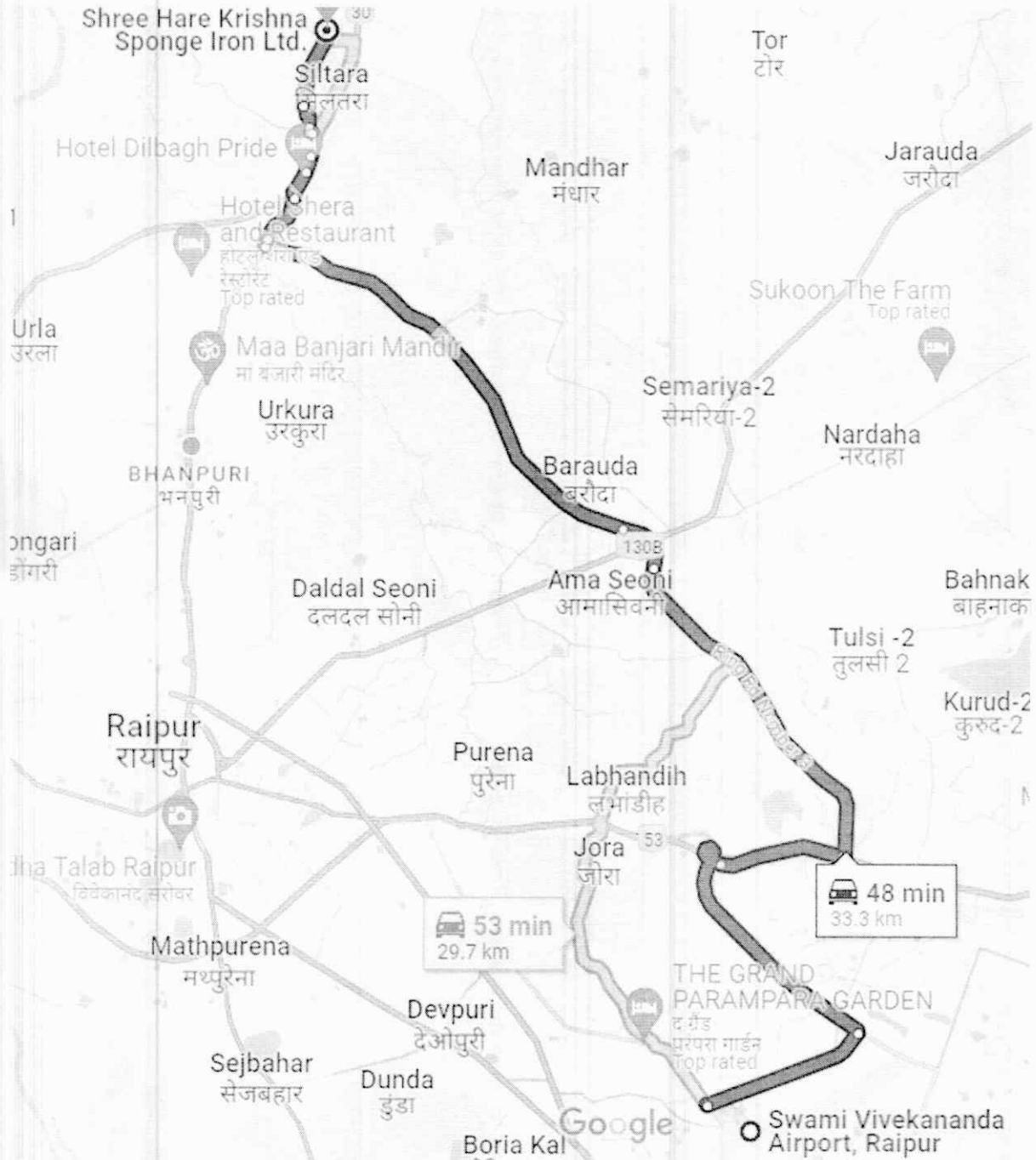
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## ROUTE MAP



Shri Hare Krishna Sponge Iron Ltd.

*(Signature)*

Managing Director