



# maithan alloys ltd

CIN: L27101WB1985PLC039503

Regd. Office: 'Ideal Centre', 4th Floor, 9 AJC Bose Road, Kolkata – 700 017

E-mail: office@maithanalloys.com; Website: www.maithanalloys.com

Phone No.: 033-4063-2393

## NOTICE

Notice is hereby given that the **40<sup>th</sup> Annual General Meeting** of the Members of **Maithan Alloys Limited** (hereinafter referred to as 'the Company') will be held on **Saturday, 27 September 2025 at 11:30 A.M.** through Video Conferencing / Other Audio Visual Means to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended on 31 March 2025 together with the Reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statement of the Company for the financial year ended on 31 March 2025 together with the Report of the Auditors thereon.
2. To approve the payment of Interim Dividend of ₹3/- per equity share and Second Interim Dividend of ₹7/- per equity share for the financial year 2024-2025 and to declare a Final Dividend on Equity Shares of the Company for the financial year 2024-2025.
3. To appoint a Director in the place of Mr. Subhas Chandra Agarwalla (DIN:00088384), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

4. To ratify the remuneration of the Cost Auditor and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED That** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of ₹60,000/- (Rupees Sixty Thousand only) plus tax (if applicable) at actual, payable to M/s. S.K. Sahu & Associates, Cost Accountants (Firm Registration No.: 100807), as approved by the Board of Directors for conducting the audit of the Cost Records of the Company for the financial year ending on 31 March 2026, be and is hereby ratified.

**RESOLVED FURTHER That** the Board of Directors of the Company be and is hereby authorised to do all the acts and to take all such steps as may be necessary, proper or expedient to comply with the rules, regulations and notifications as prescribed and/or to be prescribed, under the law in this regard."

5. To consider the appointment of the Secretarial Auditor and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED That** pursuant to the provisions of Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Board of Directors, consent of the Members be and is hereby accorded to the appointment of M/s. Patnaik & Patnaik, Company Secretaries in Practice (Firm Registration No. P2017WB064500), as the Secretarial Auditor of the Company to undertake the audit of the secretarial and other records of the Company for a period of five (5) consecutive financial years commencing from 1 April 2025 up to 31 March 2030, at a remuneration of ₹70,000/- (Rupees Seventy Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses at actuals, for auditing the records of the Company for the financial year 2025-2026 and the remuneration for subsequent financial years during their tenure shall be determined by the Board of Directors of the Company on a year-to-year basis.

**RESOLVED FURTHER That** the Company do avail any other services, certificates or reports as may be permissible under applicable laws that can be provided by the Secretarial Auditor of the Company on such remuneration (including reimbursement of out of pocket expenses at actuals) as may be mutually decided between Mr. Subhas Chandra Agarwalla or Mr. Subodh Agarwalla, Directors of the Company and the Secretarial Auditor from time to time.

**RESOLVED FURTHER That** Mr. Subhas Chandra Agarwalla and Mr. Subodh Agarwalla, Directors of the Company be and are hereby jointly and severally authorised to determine the scope of work of Secretarial Auditor (if required) in compliance with the rules, regulations and notifications as may be notified by the Ministry of Corporate Affairs, Government of India and/or Securities and Exchange Board of India from time to time in addition to any scope of work determined by the Audit Committee and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect in this regard.”

**Registered Office:**

‘Ideal Centre’, 4<sup>th</sup> Floor,  
9 AJC Bose Road,  
Kolkata – 700 017

Date: 28 May 2025  
Place: Kolkata

By Order of the Board  
For **Maithan Alloys Limited**

**Rajesh K. Shah**  
Company Secretary

**NOTES:**

- 1** The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as ‘the Act’) in respect of Item No. 4 and Item No. 5 to be transacted at the 40<sup>th</sup> Annual General Meeting (hereinafter referred to as ‘the Meeting’) is annexed hereto.
- 2** The Ministry of Corporate Affairs (hereinafter referred to as ‘MCA’) has vide its General Circular No. 09/2024 dated 19 September 2024, has allowed the companies to conduct their Annual General Meetings through Video Conference/Other Audio Visual Means (hereinafter referred to as ‘VC’), till 30 September 2025 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 5 May 2020 read with General Circular No. 17/2020 dated 13 April 2020 and General Circular No. 14/2020 dated 8 April 2020, issued by MCA earlier (hereinafter collectively referred to as ‘MCA Circulars’). In compliance with the provisions of the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as ‘SEBI Listing Regulations’) and MCA Circulars, the Meeting of the Company is being held through VC. The Members desiring to participate in VC are requested to refer Note No. 26 as given herein below.
- 3** **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS MEETING IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE MEETING AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.**
- 4** Since the Meeting will be held through VC, the route map showing directions to reach the venue of the Meeting has not been provided.
- 5** In compliance with the aforesaid MCA Circulars and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3 October 2024 read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024 issued by the Securities and Exchange Board of India (hereinafter referred to as ‘SEBI’), Notice of the Meeting along with the Annual Report 2024-25 will be sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice & Annual Report 2024-25 will also be available on the Company’s website [www.maithanalloys.com](http://www.maithanalloys.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively and on the website of Central Depository Services (India) Limited at [www.evotingindia.com](http://www.evotingindia.com).

Further, a letter containing the web-link, including the exact path, where complete details of the Annual Report is available will be sent to only those Members whose e-mail address are not available with the Company or their respective Depository Participant.

Members, who have not yet registered their e-mail address with the Company or their respective Depository Participant, are therefore requested to register the same at the earliest. Further, please be informed that all the Members who have registered their e-mail address or not, are entitled to receive the aforesaid documents in physical form free of cost, upon specific request made by them to the Company.

- 6 Members attending the Meeting through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 7 The Register of Members and the Share Transfer Books of the Company will remain closed from **Saturday, 20 September 2025 to Saturday, 27 September 2025** (both days inclusive) for annual closing and determining the names of the persons entitled to the Final Dividend for the financial year 2024-2025, if declared at the Meeting.
- 8 Pursuant to Section 72 of the Act, read with rules framed thereunder, Members are entitled to make nomination in respect of shares held by them. Members holding shares in physical form and desirous of making nomination(s) are requested to send their nomination(s) in the prescribed Form No. SH-13 duly filled in, to the Company. Further, Members holding shares in electronic form are requested to contact their respective Depository Participant, with whom they are maintaining their demat account, for availing this facility.
- 9 Members holding shares in the same name or in the same order of names but in several folios are requested to consolidate them into one folio.
- 10 SEBI has mandated the submission of Permanent Account Number (hereinafter referred to as 'PAN') by every participant in securities market.

Members are requested to take a note of the circulars issued by SEBI on '*Common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination*'. As per the requirements, all members holding shares in physical form are mandatorily required to update their PAN, KYC details and nomination with the Company / RTA. The prescribed forms for updating these details are available on the website of the Company at <https://www.maithanalloys.com/share-transfer/>.

- 11 The Members are requested to update their PAN with the Company or its Registrar and Share Transfer Agent (in case of shares held in physical mode) and depositories (in case of shares held in demat mode) to enable the Company to deduct the tax at source as and when applicable. Members are requested to note that pursuant to provisions of Income Tax Act, 1961, dividend income are taxable in the hands of Members and the Company is required to deduct tax at source from dividend paid to Members at the prescribed rates. For the prescribed rates for various categories, the Members are requested to refer to the Income Tax Act, 1961 and rules framed thereunder (as amended).

For resident Members, having valid PAN, taxes shall be deducted at source @ 10% or as notified by the Government of India and for resident Members not having PAN or valid PAN @ 20% or as notified by the Government of India, under Section 194 of the Income Tax Act, 1961.

However, no tax shall be deducted on the dividend payable to a resident individual in cases where Member provides Form No. 15G/15H along with PAN subject to conditions specified in the Income Tax Act, 1961 or if the total dividend to be received by a Member during the financial year 2025-2026 do not exceed ₹10,000/-.

A Member can submit a yearly declaration in Form No. 15G/15H or any other document as prescribed under the Income Tax Act, 1961, to avail the benefit of non-deduction of tax at source or to claim a lower/Nil withholding tax, by sending an e-mail to [rajesh@maithanalloys.com](mailto:rajesh@maithanalloys.com).

Non-resident Members can avail beneficial rates under tax treaty between India and their country of residence, subject to the conditions that necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form No. 10F and/or any other document which may be required to avail the tax treaty benefits, are provided by the Members by sending an e-mail to [rajesh@maithanalloys.com](mailto:rajesh@maithanalloys.com) within such period as may be prescribed by the Company. The aforesaid declarations and documents need to be submitted by the Members.

- 12** Mr. S.K. Patnaik, partner of Patnaik & Patnaik, Company Secretaries in practice, has been appointed by the Board of Directors as the Scrutiniser, to scrutinise the voting process in a fair and transparent manner.
- 13** The Scrutiniser shall, immediately after the conclusion of e-voting during the Meeting, count the e-votes cast and shall submit a Consolidated Scrutiniser's Report of the total e-votes cast in favour or against, if any, not later than two days of the conclusion of the Meeting to the Chairman of the Meeting or to any other person authorised by the Chairman in writing. The Chairman or any other authorised person, as the case may be, shall declare the result of the voting forthwith.
- 14** The results along with the Scrutiniser's Report will be placed on the Company's website at [www.maithanalloys.com](http://www.maithanalloys.com) and on the CDSL's website at [www.evotingindia.com](http://www.evotingindia.com), immediately after the result is declared by the Chairman or any other authorised person, as the case may be, and the same shall be communicated to the Stock Exchanges, where the shares of the Company are traded.
- 15** Any person, who becomes the Member of the Company after dispatch of this Notice and holds shares as on **Saturday, 20 September 2025** (hereinafter referred to as '**cut-off date**') may obtain the login ID and password by sending a request to the Company or its Registrar and Share Transfer Agent, Maheshwari Datamatics Private Limited (hereinafter referred to as 'RTA') at 5<sup>th</sup> Floor, 23, R. N. Mukherjee Road, Kolkata-700001 (Mr. S. K. Chaubey, Phone No.: 033-2248-2248; e-mail: [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com)).

However, if a Member is already registered with NSDL/CDSL for e-voting then he can use his existing user ID and password for casting his vote. If a Member forgets his password, he can reset his password by using "Forgot Password" option available on [www.evotingindia.com](http://www.evotingindia.com).

- 16** Members holding shares in physical form and desirous of either registering their bank particulars or changing bank particulars or registering any change of address against their respective folios are requested to intimate the same to the Company or to its RTA at 5<sup>th</sup> Floor, 23, R. N. Mukherjee Road, Kolkata-700001. Members holding shares in electronic form, are requested to contact their respective Depository Participant, with whom they are maintaining their demat accounts, for any change in their address or bank particulars.
- 17** The amount of dividend that remained unclaimed or unpaid for a period of seven years from the date of transfer of dividend in the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (hereinafter referred to as 'IEPF') established by the Government of India. Accordingly, till date the Company has transferred the unpaid or unclaimed amount pertaining to the dividends up to the financial year 2016-2017 to the IEPF. Members who have not so far encashed their dividend for the financial year 2017-2018 and onwards are requested to approach the Company for revalidation of their dividend instrument. The details of unclaimed dividend are available at the Company's website at [www.maithanalloys.com](http://www.maithanalloys.com).
- 18** The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as 'IEPF Rules, 2016') provide for the manner of transfer of shares to the Demat Account of the IEPF Authority, in case any dividend has not been encashed by the Members on such shares during the last seven consecutive years. Consequently, during the financial year 2024-2025, the Company has transferred shares, in respect of which dividend as declared by the Company for the financial year 2016-2017, remained unpaid/ unclaimed for seven consecutive years, to the IEPF, after sending prior intimation to all the concerned Members. Members may also note that

the Company during the financial year 2025-2026 will transfer shares to the IEPF in respect of which dividends as declared by the Company that remained unpaid/unclaimed for last seven consecutive years, i.e. for the financial year 2017-2018 onwards. The details in respect of shares so transferred, including the names of Members, folio number or DP ID/Client ID are available on the website of the Company at [www.maithanalloys.com](http://www.maithanalloys.com).

The shares so transferred to the IEPF can be claimed by the concerned Member from the IEPF after complying with the procedure prescribed under IEPF Rules, 2016.

- 19 The physical copies of the Notice of the Meeting and Annual Report 2024-2025 and all documents referred to in this Notice and the Explanatory Statement thereto are available for inspection at the Registered Office of the Company from 10:00 a.m. to 5:00 p.m. on all working days up to the date of the Meeting.
- 20 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 Directors are interested maintained under Section 189 of the Act, will also be available for inspection at the Registered Office of the Company from 10:00 a.m. to 5:00 p.m. on all working days up to the date of the Meeting.
- 21 SEBI has mandated the transfer of securities to be carried out only in dematerialised form (except in case of transmission or transposition of securities). Accordingly, requests for physical transfer of securities shall not be processed. In view of such amendment and in order to eliminate the risks associated with physical holding of shares, Members who are holding shares in physical form are hereby requested to dematerialise their holdings. Members may contact the Company or its RTA for assistance in this regard.
- 22 Electronic Voting (hereinafter referred to as 'e-voting') facility is being provided to all the Members to exercise their right to vote on the resolutions proposed to be passed at the Meeting in accordance with the provision of Section 108 of the Act read with Rules made thereunder, MCA Circulars, Regulation 44 of SEBI Listing Regulations read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024 issued by SEBI and Secretarial Standard on General Meetings. The Company has engaged the services of Central Depository Services (India) Limited (hereinafter referred to as 'CDSL') for providing the said e-voting facilities. The Members may cast their votes using electronic voting system provided by CDSL either before the date of the Meeting (hereinafter referred to as 'remote e-voting') or during the Meeting. The e-voting rights of the Members/Beneficial Owners shall be reckoned in proportion to the equity shares held by them in the Company as on close of business hours on **Saturday, 20 September 2025** (cut-off date fixed for this purpose). Any person who is not a Member as on the said cut-off date should treat this Notice for information purpose only.
- 23 The remote e-voting period will begin at **9:00 a.m. (IST) on Wednesday, 24 September 2025 and will end on Friday, 26 September 2025 at 5:00 p.m. (IST)**. During this period, Members of the Company, holding shares either in physical form or in dematerialised form, **as on the cut-off date i.e. Saturday, 20 September 2025**, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be able to change it subsequently or cast the vote again. The Members desiring to vote through remote e-voting are requested to refer Note No. 26 as given herein below.
- 24 The facility for e-voting shall also be made available during the Meeting and the Members attending the Meeting, whose names are recorded in the Register of Members as on the close of business hours on cut-off date i.e. **Saturday, 20 September 2025** and who have not cast their vote through remote e-voting, shall be eligible to vote during the Meeting. Their voting rights shall be reckoned in proportion to the equity shares held by the Members in the Company as on the cut-off date. In case of joint holder(s) attending the Meeting, only such joint holder, who is first in order of names, will be entitled to vote. The Members desiring to participate in e-voting during the Meeting are requested to refer Note No. 26 as given herein below.

**25** The facility for joining the Meeting through VC will be enabled thirty (30) minutes before the scheduled start-time of the Meeting by following the procedure mentioned in this Notice and will be available for Members on first-come-first-serve basis. Members may note that the VC facility allows participation of at least 1,000 Members on a first-come-first-serve basis. However, large Members (i.e. Members holding 2% or more shareholding), Promoter, Institutional Investors, Directors, Key Managerial Personnel, Chairman / Chairpersons of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditor, etc. are allowed to attend the Meeting without restriction on account of first-come-first-serve basis. The Members desiring to attend the Meeting are requested to refer Note No. 26 as given herein below.

**26** Members are requested to follow the instructions given herein below for remote e-voting as well as for participating in the Meeting through VC and e-voting during the Meeting.

**I. INSTRUCTIONS FOR REMOTE E-VOTING**

**A. Remote e-voting instructions for all Members excluding individual Members holding shares in demat mode:**

- a. Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- b. Click on **“SHAREHOLDERS/MEMBERS”** tab.
- c. Now Enter your User ID  
**For CDSL:** 16 digits beneficiary ID,  
**For NSDL:** 8 Character DP ID followed by 8 Digits Client ID,  
**For Physical Form:** Members should enter Folio Number registered with the Company.
- d. Thereafter please enter the Image Verification as displayed and click on **“LOGIN”** tab.
- 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 voting of any company, then your existing password is to be used. For Members holding shares in physical form, the details in e-mail can be used only for remote e-voting on the resolutions contained in this Notice.
- f. If you are a first time user follow the steps given below:

	<b>For all Members excluding individual Members holding shares in demat mode:</b>
<b>PAN</b>	<p><b>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders).</b></p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by the Company or contact the Company or its Registrar and Share Transfer Agent.</li> </ul>
<b>Dividend Bank Details or Date of Birth</b>	<p><b>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.</b></p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the Depository Participant or Company, please enter the Member ID / Folio Number in the Dividend Bank details field as mentioned herein above.</li> </ul>

- g. After entering these details appropriately, click on **“SUBMIT”** tab.
- h. Members holding shares in physical form will then directly reach the Company selection screen. However, Members 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.
- i. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- j. Click on the Electronic Voting Sequence Number (‘EVS’) for Maithan Alloys Limited.
- k. On the voting page, you will see **‘RESOLUTION DESCRIPTION’** and against the same the option **“YES/NO”** for remote e-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.
- l. Click on the **“RESOLUTIONS FILE”** link if you wish to view the entire resolution(s) details.

- m. After selecting the resolution you have decided to vote on, click on **“SUBMIT”** tab. A confirmation box will be displayed. If you wish to confirm your vote, click on **“OK”** tab, else, to change your vote, click on **“CANCEL”** tab and accordingly modify your vote.
- n. Once you click on **“OK”** tab and confirm your vote on the resolution, you will not be allowed to modify your vote subsequently.
- o. You can also take print of the votes cast by you by clicking on **“CLICK HERE TO PRINT”** option on the voting page.
- p. If a demat account holder has forgotten the login password then enter the User ID, the image verification code and thereafter click on **“FORGOT PASSWORD”** tab and enter the details as prompted by the system.

**General Guidelines for Non-Individual Members and Custodians:**

- Non-Individual Members (i.e. other than Individuals, HUF, NRI, etc.) and Custodian 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 e-mailed 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 & 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 should be e-mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney which they have issued in favour of the Authorised Representative / Custodian, if any, should be uploaded in PDF format in the system for the scrutiniser to verify the same.
- Institutional / Corporate Members (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of their Board of Directors or governing body resolution/authorization, etc., authorising their representative to attend the Meeting through VC on their behalf and to vote through e-voting. The said resolution/ authorization is required to be sent to the Scrutinizer by e-mail at [skpatnaikassociates@gmail.com](mailto:skpatnaikassociates@gmail.com), through their registered e-mail address, with a copy marked to [rajesh@maithanalloys.com](mailto:rajesh@maithanalloys.com).

**B. Remote e-voting instructions for individual Members holding shares in demat mode:**

Type of Member	Login Method
<b>Individual Members holding securities in Demat mode with CDSL</b>	(A) Members who have opted for CDSL Easi / Easiest facility: <ul style="list-style-type: none"> <li>(i) Please type the URL <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>(ii) Click on <b>“LOGIN”</b> icon (on top right corner) and select <b>“My Easi New (Token)”</b> and click on <b>“LOGIN”</b> tab.</li> <li>(iii) Enter your user ID and password and click on <b>“LOGIN”</b> tab.</li> <li>(iv) After successful login, the user will be able to see the e-voting option for Maithan Alloys Limited.</li> <li>(v) On clicking the e-voting 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 i.e. CDSL/NSDL/LINKINTIME/ KARVY, so that the user can visit the e-voting service providers' website directly.</li> <li>(vi) Thereafter, please follow the steps provided (j) to (o) in Table I (A).</li> </ul>
	(B) Members who have not opted for CDSL Easi/Easiest facility: <ul style="list-style-type: none"> <li>(i) Option to register is available at <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login tab and thereafter selecting <b>“My Easi New (Token)”</b> Tab and click on login tab and then click on registration option available thereat.</li> <li>(ii) After successful registration, Member can follow the steps mentioned herein above in (A).</li> </ul>

Type of Member	Login Method
<b>Individual Members holding securities in Demat mode with CDSL</b>	<p>(C) Alternatively, Members can directly access e-voting page of CDSL:</p> <ul style="list-style-type: none"> <li>(i) Please visit CDSL home page <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>(ii) Click on “E-voting” Tab on CDSL home page</li> <li>(iii) Provide your Demat Account Number and Permanent Account Number. The system will authenticate the Member by sending OTP on registered mobile &amp; e-mail as recorded in the Demat Account.</li> <li>(iv) After successful authentication, Member will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers.</li> <li>(v) Thereafter please follow the steps provided (j) to (o) in Table I (A).</li> </ul>
<b>Individual Members holding securities in demat mode with NSDL</b>	<p>(A) For Members already registered for NSDL's Internet-based Demat Account Statement (“IDeAS”) facility Users:</p> <ul style="list-style-type: none"> <li>(i) Please visit the e-Services website of NSDL by typing the URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a personal computer or on a mobile.</li> <li>(ii) Once the home page of e-Services is launched, click on the “BENEFICIAL OWNER” icon under “LOGIN” under 'IDeAS' section.</li> <li>(iii) A new screen will open. Then, enter your User ID and click on TAB ‘Password’ and enter your password.</li> <li>(iv) After successful authentication, you will be able to see e-voting services. Thereafter, click on “ACCESS TO E-VOTING” under “E-VOTING SERVICES” and you will be able to see e-voting page. Thereafter, click on company name i.e. Maithan Alloys Limited or e-voting service provider name i.e. CDSL and you will be re-directed to e-voting service provider website i.e. CDSL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>(v) Thereafter please follow the steps provided (j) to (o) in Table I (A).</li> </ul> <p>(B) For Members not registered for NSDL IDeAS facility:</p> <ul style="list-style-type: none"> <li>(i) Option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li> <li>(ii) Select “REGISTER ONLINE FOR IDeAS” Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>(iii) After successful registration, Members can follow the steps mentioned above (A).</li> </ul> <p>(C) Alternatively, Members can directly access e-voting website of NSDL:</p> <ul style="list-style-type: none"> <li>(i) Please visit the e-voting website of NSDL <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a personal computer or on a mobile.</li> <li>(ii) 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.</li> <li>(iii) Enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a verification code as shown on the screen.</li> <li>(iv) After successful authentication, you will be redirected to NSDL Depository wherein you can see e-voting page.</li> </ul>

<b>Individual Members holding securities in demat mode with NSDL</b>	<p>(v) Click on company name i.e. Maithan Alloys Limited or e-voting service provider name i.e. CDSL 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>(vi) Thereafter please follow the steps provided (j) to (o) in Table I (A).</p>
<b>Individual Members (holding securities in demat mode) login through their Depository Participants</b>	<p>(i) Members can login using the login credentials of their demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility.</p> <p>(ii) After successful login, you will be able to see e-voting option.</p> <p>(iii) 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.</p> <p>(iv) Click on company name i.e. Maithan Alloys Limited or e-voting service provider name i.e. CDSL 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>(v) Thereafter please follow the steps provided (j) to (o) in Table I (A).</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use ‘FORGET USER ID’ and ‘FORGET PASSWORD’ option available at above mentioned website.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
<b>Individual Members holding securities in Demat mode with CDSL</b>	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 call toll free no.: 1800 21 09911.
<b>Individual Members holding securities in Demat mode with NSDL</b>	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 toll free no.: 022-4886-7000 and 022-6948-9498.

## II. INSTRUCTIONS FOR PARTICIPATION AT THE MEETING THROUGH VC AND E- VOTING DURING THE MEETING:

- a. Members who wish to attend the Meeting through VC and/or carryout e-voting during the Meeting are requested to follow the steps enumerated under (I) above for login to the CDSL e-voting system.
- b. After login, click on the ‘VC / OAVM’ link appearing against the Electronic Voting Sequence Number (‘EVSN’) of Maithan Alloys Limited to attend the Meeting.
- c. The Members who have cast their vote through remote e-voting prior to the Meeting may also attend the Meeting through VC.

- d. In case any Member, who had voted through remote e-voting, casts his vote again at the e-voting provided during the Meeting, then the votes cast during the Meeting shall be considered as invalid.
- e. Members are requested to join the proceedings of the Meeting through desktops/laptop /IPad with high-speed internet connectivity for better experience and smooth participation. Further, Members are required to allow camera for seamless participation during the Meeting.
- f. Please note that participants connecting from mobile devices (smartphones) or tablets, or through laptop using mobile hotspot may experience audio/video loss due to fluctuation in their respective internet bandwidth connection / network. It is therefore recommended to use a stable Wi-Fi or LAN connection to mitigate any kind of aforementioned glitches.
- g. Members who would like to express their views or ask questions during the Meeting may register themselves as a speaker and send their request mentioning their name, demat account number/ folio number, e-mail addresses, mobile number at Company's e-mail address: rajesh@maithanalloys.com. Only those Members who have registered themselves as a "SPEAKER" at least seven (7) days in advance will be allowed to express their views / ask questions during the Meeting. The Company reserves the right to limit the number of Members asking questions and/or restrict the time for speaking at the Meeting.
- h. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- i. If any votes are cast by a Member through the e-voting available during the Meeting and if the said Member has not participated in the Meeting through VC facility, then the votes cast by such Members shall be considered invalid as the facility of e-voting during the Meeting is available only to the Members attending the Meeting.
- j. Members who need any technical assistance or support before or during the Meeting are requested to write to CDSL at helpdesk.evoting@cdslindia.com or contact them at toll-free no.: 1800 210 9911.

**III. PROCESS FOR THOSE MEMBERS WHOSE E-MAIL ADDRESSES ARE NOT REGISTERED WITH THE COMPANY OR RTA OR DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

- a. For Members holding shares in physical mode - Please provide necessary details like Folio No., Name of Member, 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 e-mail to the Company or to its RTA along with duly filled form ISR-1 (Refer Note No. 10 stated hereinabove).
- b. For Non-Individual Members holding shares in demat mode - Please update your e-mail id & mobile no. with your respective Depository Participant (DP).
- c. For Individual Members holding shares in demat mode - Please update your e-mail id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-voting & joining the VC through Depository.

**27** In case you have any grievances, queries or issues regarding attending the Meeting through VC, e-voting from the CDSL e-voting System, you may write an e-mail to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no.: 1800 210 9911 or may write/contact to Mr. Rakesh Dalvi, Sr. Manager, 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 may contact Mr. Rajesh K. Shah, Company Secretary at Maithan Alloys Limited, Ideal Centre, 4<sup>th</sup> Floor, 9 AJC Bose Road, Kolkata–700017, e-mail: [rajesh@maithanalloys.com](mailto:rajesh@maithanalloys.com)/Phone No.: 033-4063-2393.

**28** SEBI has vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated 31 July 2023, SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated 4 August 2023 and SEBI/HO/OIAE/OIAE\_IAD-3/P/CIR/2023/191 dated 20 December 2023 read with Master Circular No. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated 31 July 2023 (updated as on 11 August 2023), has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company’s website <https://www.maithanalloys.com/> under tab: QUICK LINKS on home page.

**29** The brief profile of the Director, who is being proposed to be re-appointed, as required pursuant to the SEBI Listing Regulations and Secretarial Standard on General Meetings, is given below:

Particulars	Details
Name of Director	<b>Mr. Subhas Chandra Agarwalla</b>
Director Identification Number (DIN)	00088384
Date of Birth and Age	27 November 1951; 73 years
Qualification	B.Com.
Experience	55 years
Date of first appointment on the Board of Directors of the Company	15 April 1992
The number of Meetings of the Board of Directors of the Company attended during the year 2024-2025	Attended 6 out of 6 Meetings held during the financial year 2024-2025.
Brief resume and nature of expertise in specific functional areas	Mr. Subhas Chandra Agarwalla is an eminent industrialist and possesses rich and varied experience in the ferro alloys industry. He is the backbone of Maithan Alloys Limited and has nurtured the Company for more than a quarter of century.  He possesses experience in the field of Human Resources Development, Planning and Budgeting, Corporate Planning, Accounts, Finance and Tax laws.

Name(s) of other companies in which directorships are held	<ol style="list-style-type: none"> <li>1. Impex Metal &amp; Ferro Alloys Limited</li> <li>2. Maithan Ferrous Private Limited</li> <li>3. The Bengal Chamber of Commerce and Industry</li> <li>4. Anjaney Land Assets Private Limited</li> <li>5. Super Bright Textiles &amp; Finance Pvt. Ltd.</li> <li>6. Damodar Valley Power Consumers' Association</li> <li>7. Goldtree Impex Private Limited</li> <li>8. Salanpur Sinters Private Limited</li> </ol> <p><i>(Mr. Subhas Chandra Agarwalla does not hold any directorship in any other listed company)</i></p>
Name(s) of other companies in which Committee chairmanship(s)/membership(s) are held	<p>Chairperson of the Corporate Social Responsibility Committee of Impex Metal &amp; Ferro Alloys Limited.</p> <p><i>(Mr. Subhas Chandra Agarwalla does not hold any committee membership in any other listed company)</i></p>
Name(s) of the listed entities from which resigned in the past three years	None
Shareholding in the Company	<p>61,86,803 Equity shares of Rs. 10/- each</p> <p><i>(Mr. Subhas Chandra Agarwalla does not hold any share of the Company as a beneficial owner)</i></p>
Number of ESOPs granted	Nil
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	<p>Mr. Subhas Chandra Agarwalla is the father of Mr. Subodh Agarwalla, Whole-time Director and Chief Executive Officer and Mr. Sudhanshu Agarwalla, President and Chief Financial Officer of the Company.</p>

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF ITEM NO. 4 AND ITEM NO. 5 TO BE TRANSACTED AT THE 40<sup>TH</sup> ANNUAL GENERAL MEETING (HEREINAFTER REFERRED TO AS 'THE MEETING').**

**SPECIAL BUSINESS:**

**ITEM NO. 4**

The Board of Directors at their Meeting held on 28 May 2025, on the recommendation of Audit Committee, has re-appointed M/s. S. K. Sahu & Associates, Cost Accountants (Firm Registration No.: 100807) as the Cost Auditor to conduct the audit of the cost records of the Company for the financial year ending on 31 March 2026 at a remuneration of ₹60,000/- (Rupees Sixty Thousand only) plus tax (if applicable) at actual.

In terms of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration as approved by the Board of Directors is required to be ratified by the shareholders subsequently. Accordingly, consent of the Members is sought for ratification of the remuneration payable to the Cost Auditor for the financial year 2025-2026.

The Board of Directors, therefore, recommend the Ordinary Resolution as set out at Item No. 4 of this Notice for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company and/or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 4 of this Notice.

**ITEM NO. 5**

Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), requires every listed Company to appoint a peer reviewed Company Secretary or a Firm of Company Secretary(ies) as a Secretarial Auditor on the basis of recommendation of Board of Directors with approval of its members at the Annual General Meeting.

The Board of Directors of the Company, at its meeting held on 28 May 2025, based on the recommendation of Audit Committee, appointed M/s. Patnaik & Patnaik, Company Secretaries in Practice, (Firm Registration No. P2017WB064500), as the Secretarial Auditor to undertake audit of secretarial and other records of the Company for a period of five (5) consecutive years, (from 1 April 2025 to 31 March 2030), at a remuneration of ₹70,000/- (Rupees Seventy Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses, at actuals, for the financial year 2025-2026 and the remuneration for the subsequent years of their term shall be fixed by the Board of Directors on year to year basis.

Besides the Audit Services, the Board of Directors also approved the Company to avail any other services, certificates, or reports as may be permissible under applicable laws that can be provided by the Secretarial Auditor of the Company on such remuneration (including reimbursement of out of pocket expenses at actuals) as may be mutually decided between Mr. Subhas Chandra Agarwalla or Mr. Subodh Agarwalla, Directors of the Company and Secretarial Auditor, from time to time.

M/s Patnaik & Patnaik, Company Secretaries, is a partnership firm accredited with Peer Review Certificate issued by the Institute of Company Secretaries of India (ICSI) and are engaged in the activities in the line of Corporate Law and Secretarial Compliances covering a wide range of activities related to the profession.

The Disclosure under Regulation 36 (5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given hereunder:

Proposed Audit fees payable to the Secretarial Auditor	Remuneration for the financial year 2025-2026 is ₹70,000/- and for subsequent financial years shall be decided by the Board of Directors on year to year basis.
Terms of Appointment	Five (5) years from 1 April 2025 to 31 March 2030.
Material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	Not applicable since the Secretarial Auditor is proposed to be re-appointed.
Basis of recommendation and Auditor credentials	<p>M/s. Patnaik &amp; Patnaik are well exposed to the secretarial practices followed by listed companies and has a long association with the Company. They hold a valid certificate of Peer Review issued by the ICSI.</p> <p>M/s. Patnaik &amp; Patnaik has been in the profession for over 6 years and carries diversified and extensive experience in Corporate Law, Secretarial Compliances and related areas.</p> <p>CS Sankar Kumar Patnaik is one of the partners of Patnaik &amp; Patnaik, Company Secretaries and is a fellow member of the Institute of Company Secretaries of India. He is having a vast experience of over 25 years in Corporate Law, SEBI Laws, Corporate Restructuring, Business Planning and Legal Matters.</p>

The Board of Directors, therefore, recommend the Ordinary Resolution as set out at Item No. 5 of this Notice for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company and/or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 5 of this Notice.

**Registered Office:**  
'Ideal Centre', 4<sup>th</sup> Floor,  
9 AJC Bose Road,  
Kolkata – 700 017

Date: 28 May 2025  
Place: Kolkata

By Order of the Board  
For **Maithan Alloys Limited**

**Rajesh K. Shah**  
Company Secretary

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