



ORISSA METALIKS PRIVATE LIMITED

CIN: U27109WB2006WPTC111146

www.orissametaliks.com

+91-33-2243 8517-20 +91-33-2243 8517 sc_ompl@orissametaliks.com

Date: 02.02.2024

To,
Bombay Stock Exchange Limited
Listing Department
Phiroze Jeejeebhoy Road
Dalal Street,
Mumbai - 400001

Ref: Scrip Code: 973506

Dear Sir/Madam,

Subject: Outcome of Board Meeting

This is to inform you that the Board of Directors of the Company vide their meeting held on 1st February, 2024, inter alia have approved:

1. The Appointment of Mr. **Sanjay Kumar Patwari** (DIN: 00206891), as an Additional Director on the Board of the Company with effect from 1st February, 2024.
2. The Board has approved the draft notice of Extra-Ordinary General Meeting, proposed to be held on Saturday, 3rd February, 2024 at the Registered Office of the Company at 11:00 A.M.

In compliance with SEBI Letter dated June 14, 2018 and BSE Circular LIST/COMP/14/2018-19 dated June 20, 2018, we wish to confirm that Mr. **Sanjay Kumar Patwari** (DIN: 00206891) has not been debarred from holding the office of Director by virtue of any SEBI Order or any other Authority.

This is for your information and record.

Thanking you,

For Orissa Metaliks Private Limited

For ORISSA METALIKS PRIVATE LIMITED

Preeti Lakhmani

Company Secretary

Preeti Lakhmani
(Company Secretary & Compliance Officer)
Membership No. F8923



NOTICE TO THE MEMBERS

NOTICE is hereby given that the Extra Ordinary General Meeting of the Members of Orissa Metaliks Private Limited will be held on Saturday, 3rd day of February, 2024 at 11:00 AM at the Registered Office of the Company at 1, Garstin Place, Orbit House, 3rd Floor, Room No. 3B, Kolkata- 700001, West Bengal at shorter notice to transact the following business:

SPECIAL BUSINESS

Item No. 1: Regularization of Additional Director, Mr. Sanjib Patwari (DIN: 00206853) as Wholetime Director of the Company

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 Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), read with Schedule V to the Companies Act, 2013, Mr. Sanjib Patwari (DIN: 00206853) who was appointed as an Additional Director by the Board of Directors with effect from 14th November, 2023, the consent of the members be and is hereby accorded for the appointment of Mr. Sanjib Patwari (DIN: 00206853), as Whole time Director of the Company for a period of five years with immediate effect.

RESOLVED FURTHER THAT pursuant to the provisions contained in the Articles of Association of the Company, Mr. Sanjib Patwari (DIN: 00206853) shall not while holding the office of Whole-time Director, be subject to the retirement by rotation provided however that Mr. Sanjib Patwari (DIN: 00206853) shall ipso-facto and immediately cease to become Whole-time Director in the event he ceases to hold the office of Director.

PREETI LAKHMANI
COMPANY SECRETARY
ORISSA METALIKS PRIVATE LIMITED
F 8923

CERTIFIED TRUE COPY
For ORISSA METALIKS PRIVATE LIMITED

Preeti Lakhmani

Company Secretary



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RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the remuneration and/or other benefits payable to Mr. Sanjib Patwari (DIN: 00206853), as Whole time Director of the Company, including monetary value thereof, to the extent recommended by the Board of Directors of the Company from time to time as may be considered appropriate, subject to overall limits as prescribed under the Act.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorised to do all acts, deeds and things including filings and take steps as may be necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.”

Item No. 2: Regularization of Additional Director, Mr. Sanjay Kumar Patwari (DIN: 00206891) as Wholetime Director of the Company

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 Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), read with Schedule V to the Companies Act, 2013, Mr. Sanjay Kumar Patwari (DIN: 00206891) who was appointed as an Additional Director by the Board of Directors with effect from 1st February, 2024, the consent of the members be and is hereby accorded for the appointment of Mr. Sanjay Kumar Patwari (DIN: 00206891), as Whole time Director of the Company for a period of five years with immediate effect.

RESOLVED FURTHER THAT pursuant to the provisions contained in the Articles of Association of the Company, Mr. Sanjay Kumar Patwari (DIN: 00206891) shall not while holding the office of Whole-time Director, be subject to the retirement by rotation provided however that Mr. Sanjay Kumar Patwari (DIN: 00206891) shall ipso-facto and immediately cease to become Whole-time Director in the event he ceases to hold the office of Director.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the remuneration and/or other

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COMPANY SECRETARY
ORISSA METALIKS PRIVATE LIMITED
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For ORISSA METALIKS PRIVATE LIMITED

Preeti Lakhmani



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benefits payable to Mr. Sanjay Kumar Patwari (DIN: 00206891), as Whole time Director of the Company, including monetary value thereof, to the extent recommended by the Board of Directors of the Company from time to time as may be considered appropriate, subject to overall limits as prescribed under the Act.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorised to do all acts, deeds and things including filings and take steps as may be necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.”

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

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Registered Office:

1, GARSTIN PLACE,, 6TH
ORBIT HOUSE, 3RD
FLOOR, ROOM NO. 3B,
KOLKATA- 700001, WEST
BENGAL

Place: **Kolkata**

Date: **1st February, 2024**

By Order of the Board

For Orissa Metaliks Private Limited

For ORISSA METALIKS PRIVATE LIMITED

Preeti Lakhamani

Company Secretary
Company Secretary

PREETI LAKHMANI
COMPANY SECRETARY
ORISSA METALIKS PRIVATE LIMITED
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NOTES

1. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
2. **A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty eight (48) hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.**
3. In terms of Section 105 of Companies Act, 2013 read with Rule 19 of the Companies (Management and administration Rules, 2014), a person can act as a proxy on behalf of Members not exceeding fifty in number 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 the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.
4. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
6. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours upto the date of the Meeting.
7. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their

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COMPANY SECRETARY
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Preeti Lakhmani

Company Secretary



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respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.

8. Route map showing directions to reach the venue of the meeting is given at the end of this notice.

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For ORISSA METALIKS PRIVATE LIMITED

Preeti Lakhamani

Company Secretary

PREETI LAKHAMANI
COMPANY SECRETARY
ORISSA METALIKS PRIVATE LIMITED
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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item No. 4 & 5.

Item No. 1: Regularization of Additional Director, Mr. Sanjib Patwari (DIN: 00206853) as Wholetime Director of the Company

The Chairman informed the members that Mr. Sanjib Patwari (DIN: 00206853) having rich experience of more than a decade in Iron & Steel Industry and is looking after the whole operation of the company was appointed as Additional Director by the Board of Directors w.e.f. 14th November, 2023.

Pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), read with Schedule V to the Companies Act, 2013 the regularization of aforesaid appointments from additional director to director requires approval of Members of the Company through ordinary resolutions at a duly convened General Meeting. Therefore, the Board recommends for the appointment of Mr. Sanjib Patwari (DIN: 00206853) as Whole Time Director of the Company for a period of 5 years within the meaning of section 203 read with section 196 and Schedule V of the Act and applicable Rules subject to approval of members of the Company.

The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to Mr. Sanjib Patwari by the Company.

The Board is of the opinion that the appointment and presence of Mr. Sanjib Patwari (DIN: 00206853) on the Board as the Wholetime Director will be desirable, beneficial and in the best interest of the Company.

Item No. 2: Regularization of Additional Director, Mr. Sanjay Kumar Patwari (DIN: 00206891) as Wholetime Director of the Company

The Chairman informed the members that Mr. Sanjay Kumar Patwari (DIN: 00206891) having rich experience of more than a decade in Iron & Steel Industry and is looking after the whole operation of the company was appointed as Additional Director by the Board of Directors w.e.f. 1st February, 2024.

Pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment

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PREMLATA MANI
COMPANY SECRETARY
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For ORISSA METALIKS PRIVATE LIMITED

Preeti Lakshmi



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thereof), read with Schedule V to the Companies Act, 2013 the regularization of aforesaid appointments from additional director to director requires approval of Members of the Company through ordinary resolutions at a duly convened General Meeting. Therefore, the Board recommends for the appointment of Mr. Sanjay Kumar Patwari (DIN: 00206891) as Whole Time Director of the Company for a period of 5 years within the meaning of section 203 read with section 196 and Schedule V of the Act and applicable Rules subject to approval of members of the Company.

The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to Mr. Sanjay Kumar Patwari (DIN: 00206891) by the Company.

The Board is of the opinion that the appointment and presence of Mr. Sanjay Kumar Patwari (DIN: 00206891) on the Board as the Wholetime Director will be desirable, beneficial and in the best interest of the Company.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution except Mr. Sanjib Patwari and Mr. Sanjay Kumar Patwari for their respective appointments.

The Board recommends the Ordinary Resolution as set out at item no. 1 & 2 for approval of the Members.

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Registered Office:

1, GARSTIN PLACE,, 6TH
ORBIT HOUSE, 3RD FLOOR,
ROOM NO. 3B, KOLKATA-
700001, WEST BENGAL

Place: **Kolkata**

Date: **1st February, 2024**

By Order of the Board
For Orissa Metaliks Private Limited
For **ORISSA METALIKS PRIVATE LIMITED**

Preeti Lakhs
Company Secretary
Company Secretary

PREETI LAKHMANI
COMPANY SECRETARY
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