

NEWMALAYALAM STEEL LIMITED

(Formerly known as Newmalayalam Steel Private Limited)

(CIN: L27209KL2017PLC048762)

DOOR NO: 2/546/A & 2/546/B MALA, PALLIPURAM P O, MALA, THRISSUR, KERALA, INDIA, 680732

Date: 30th August, 2025

To,
National Stock Exchange of India
Listing Compliance Department,
Exchange Plaza, 5th Floor,
Plot No. C/1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

Company Symbol: NMSTEEL; ISIN: INE0TP801012

Dear Madam/Sir(s),

Subject: Outcome of the Board Meeting

Reference: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. ("LODR")

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), we wish to inform you that the Board of Directors of the Company in its Board meeting held on Saturday, 30th August, 2025 has considered and approved, *inter alia*, the following matters: –

1. Considered and Approved Directors' Report for the year ended March 31st, 2025.
2. Considered the appointment of Mr. Sumit Agarwal, Practicing Company Secretary (M. No. 31515 and COP No. 21313), as a Scrutinizer of the Company for the purpose of E-voting facilities for the 8th Annual General Meeting of the Company through Video Conferencing (VC) or Other Audio Video Means (OAVM).
3. Approved the notice of 8th Annual General Meeting (AGM) and to decide the date, place and time for conducting Annual General Meeting.
4. Based on the recommendation of the Audit Committee and subject to approval of the members of the Company, the Board has recommended the re-appointment of M/s. Kumar & Biju Associates LLP, Chartered Accountants (Firm registration number: 0061135/5200094), as the Statutory Auditor of the Company for a period of five consecutive financial years, commencing from the FY 2025-26 till FY 2029-2030.

The details required to be furnished in compliance with Regulation 30 read with Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, as amended, are enclosed as "**Annexure-A**".

5. Based on the recommendation of the Audit Committee of the Company, the Board has recommended the re-appointment of Mr. Shanu Bhagwandas Mata (Membership No. F12161), Proprietor of M/s Shanu Mata and Associates, Practicing Company Secretaries, as the Secretarial Auditor of the Company for the FY 2025-26.

The details required to be furnished in compliance with Regulation 30 read with Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, as amended, are enclosed as "**Annexure-B**".

6. Based on the recommendation of the Audit Committee, the Board has recommended the re-appointment of Mr. Suresh Babu R as the Internal Auditor of the Company for the FY 2025-26.

The details required to be furnished in compliance with Regulation 30 read with Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, as amended, are enclosed as "**Annexure-C**".

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7. Based on the recommendation of the Audit Committee, the Board has recommended the re-appointment of Mr. Rosh Joy (Membership No.: 48377), proprietor of M/s. Rosh & Associates, Cost Accountant as the Cost Auditor of the Company for the FY 2025-26.

The details required to be furnished in compliance with Regulation 30 read with Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, as amended, are enclosed as **"Annexure-D"**.

8. The Company took note of resignation received from Mr. Rahul Jain from the position of Chief Financial Officer (Key Managerial Personnel) of the Company vide his resignation letter dated 30th August, 2025 to pursue better career opportunities.

The copy of Resignation Letter giving detailed reason for his resignation is attached as **Annexure-F** along with this Disclosure

The details required to be furnished in compliance with Regulation 30 read with Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, as amended, are enclosed as **"Annexure-E"**.

9. Approved the incorporation of a subsidiary with the name "PRIME NMS PRIVATE LTD".

The details required to be furnished in compliance with Regulation 30 read with Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, as amended, are enclosed as **"Annexure-G"**.

10. Authorization to Director(s) to enter and execute the Joint Venture Agreement with Prime Roofing Infrastructure and Projects Private Limited on behalf of the Company.

11. Based on the recommendation of the Audit committee and subject to approval of members of the Company, the Board has given approval to enter into Material related party transaction(s) with "Jaihind Tubes Private Limited".

12. Based on the recommendation of the Audit committee and subject to approval of members of the Company, the Board has given approval to enter into Material related party transaction(s) with "Jaihind Steel Private Limited".

13. Based on the recommendation of the Audit committee and subject to approval of members in 08th AGM of the Company, the Board has given approval to enter into Material related party transaction(s) with "Demac Industries Limited".

Please note that the meeting commenced at 04:30 P.M. and concluded at 06.00 P.M.

This may please be informed to the members of your Stock Exchange.

Thanking you

Yours faithfully,

For, **Newmalayalam Steel Limited**

Varghese Vazhappily Davis
Managing Director
DIN: 07763636

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Annexure-A

Details w.r.t Reappointment of Statutory Auditor in terms of Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024:

Sr. No.	Particulars	Details
1	Name	M/s. Kumar & Biju Associates LLP
2	Reason for Change viz. Appointment, Re-appointment, Resignation, Removal, Death or Otherwise	Re-appointment: The term of the current Statutory Auditors i.e. M/s. Kumar & Biju Associates LLP, Chartered Accountants (Firm registration number: 0061135/5200094), will be expiring at the conclusion of ensuing 08 th Annual General Meeting of the Company. Therefore, the Board has recommended to the members of the Company to make re-appointment of M/s. Kumar & Biju Associates LLP, Chartered Accountants (Firm registration number: 0061135/5200094), as the Statutory Auditor of the Company for a period of five consecutive financial years, commencing from the FY 2025-26 till FY 2029-2030.
3	Date of Appointment/ Re-appointment/ Cessation (as applicable) and term of appointment	Term: 5 years with effect from date of ensuing 08 th AGM of the Company. For a period of 5 years commencing from the conclusion of 08 th Annual General Meeting of the Company till the conclusion of 13 th Annual General Meeting of the Company subject to the approval of the Shareholders of the Company at the ensuing i.e. 08 th Annual General Meeting.
4	Brief Profile (In case of Appointment)	Not Applicable
5	Disclosure of relationships between Directors (In case of Appointment of Director)	Not Applicable

Annexure-B

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Details w.r.t Reappointment of Secretarial Auditor in terms of Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024:

Sr. No.	Particulars	Details
1	Name	Mr. Shanu Bhagwandas Mata
2	Reason for Change viz. Appointment, Re-appointment, Resignation, Removal, Death or Otherwise	Re-appointment: The Company need to appoint a Secretarial Auditor to carry out Secretarial Audit for FY 2025-26. Accordingly, the Board based on the recommendation of Audit Committee, approved the re-appointment of Secretarial Auditor i.e. Mr. Shanu Bhagwandas Mata (Membership No. F12161), Proprietor of M/s Shanu Mata and Associates, Practicing Company Secretaries, for the FY 2025-26.
3	Date of Appointment/ Re-appointment cessation (as applicable) and term of appointment	With effect from August 30, 2025.
4	Brief Profile (In case of Appointment)	Mr. Shanu Bhagwandas Mata, Fellow Member of the Institute of Company Secretaries of India, is a Commerce Graduate and a registered Trademark Agent. He has over 7 years of rich experience in Corporate Laws, Secretarial Compliance Audits, FEMA compliances, and related regulatory matters. He is the Proprietor of M/s Shanu Mata and Associates, Practising Company Secretaries, a Peer-Reviewed firm (Unique Identification No. No. S2017MH467600).
5	Disclosure of relationships between Directors (In case of Appointment of Director)	Not Applicable

Annexure-C

Details w.r.t Reappointment of Internal Auditor in terms of Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024:

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Sr. No.	Particulars	Details
1	Name	Mr. Suresh Babu R
2	Reason for Change viz. Appointment, Re-appointment, Resignation, Removal, Death or Otherwise	Re-appointment The Company need to appoint an Internal Auditor of the Company to carry out Internal Audit for the FY 2025-26 till FY 2029-30. Accordingly, the Board based on the recommendation of Audit Committee approved the re-appointment of Mr. Suresh Babu R as the Internal Auditor of the Company for the FY 2025-26.
3	Date of Appointment/ Re-appointment cessation (as applicable) and term of appointment	With effect from August 30, 2025.
4	Brief Profile (In case of Appointment)	Mr. Suresh Babu R holds Certificate Membership in Financial Services Risk Management from Institute of Risk Management, UK and Dual Certification in Forensic Accountant and Fraud Examiner and in Bank Forensic Accountant and is a Result- driven professional with 21 years of experience in Internal Audit, Finance and Taxation. Possessing strong assurance skill on GRC and reporting. Having thorough Knowledge of Accounting Standards, Auditing and Assurance Standards, Standards on Internal Audit of ICAI, International Internal Auditing Standards (IIA), COSO Framework and ISO 31000 Risk Management Framework. Additionally, he holds the following qualifications: <ol style="list-style-type: none">1. Certificate in Microfinance course from Indian Institute of Banking & Finance.2. Certificate in Anti Money Laundering and Know Your Customer course from Indian Institute of Banking & Finance3. Graduation in Commerce from Mahatma Gandhi University in April 2001 with 69.6% (First Class).
5	Disclosure of relationships between Directors (In case of Appointment of Director)	Not Applicable

Annexure-D

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Details w.r.t Reappointment of Cost Auditor in terms of Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024:

Sr. No.	Particulars	Details
1	Name	Mr. Rosh Joy
2	Reason for Change viz. Appointment, Re-appointment, Resignation, Removal, Death or Otherwise	Re-appointment The Company need to appoint a Cost Auditor of the Company to carry out the Cost Audit for the FY 2025-26. Accordingly, the Board based on the recommendation of Audit Committee approved the re-appointment of Mr. Rosh Joy (Membership No.: 48377), proprietor of M/s. Rosh & Associates, Cost Accountant as the Cost Auditor of the Company for the FY 2025-26
3	Date of Appointment/Re-appointment/cessation (as applicable) and term of appointment	With effect from August 30, 2025.
4	Brief Profile (In case of Appointment)	Mr. Rosh Joy, Proprietor of Rosh & Associates, has been practicing as a Cost Accountant since 2020, with professional experience in India, Oman, and UAE. His practice provides cost audit, compliance, and accounting support to companies and firms across manufacturing, healthcare, and government projects.
5	Disclosure of relationships between Directors (In case of Appointment of Director)	Not Applicable

Annexure-E

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Details w.r.t change in KMP in terms of Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024:

Sr. No.	Disclosure Requirements	Details
1	Name	Mr. Rahul Jain
2	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	<p>Mr. Rahul Jain has resigned from the position of Chief Financial officer of the Company with effect from the close of business hours of October 29, 2025 after serving sixty days of notice period to pursue better career opportunities.</p> <p>Mr. Rahul Jain had confirmed that there are no other material reasons for his resignation other than one specified above.</p>
3	Date of Cessation	<p>Date of Resignation letter – 30th August, 2025.</p> <p>Resignation will be with effect from the close of business hours of October 29, 2025.</p>
4	Brief Profile (In case of Appointment)	Not Applicable
5	Disclosure of relationships between Directors (In case of Appointment of Director)	Not Applicable
6	Letter of Resignation along with detailed reason for resignation	Enclosed as Annexure F

Annexure-G

Details required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master

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Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024:

Sr. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	Prime NMS Private Limited
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	The Subsidiary Company to be incorporated.
3	Industry to which the entity being acquired belongs;	(i) Manufacture of other fabricated metal products; (ii) Manufacture of metal frameworks or skeletons for construction and parts thereof (towers, masts, trusses, bridges etc.); (iii) Other civil engineering projects n.e.c.
4	Objects and impact of acquisition (Including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The object is to diversify and expand the current business operations of the Company.
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable
6	Indicative time period for completion of the acquisition;	Not applicable
7	Consideration-whether cash consideration or share swap or any other form and details of the same;	Subscription to the share capital will be in cash.
8	Cost of acquisition and/or the price at which the shares are acquired;	Currently not applicable.
9	Percentage of shareholding / control acquired and /Or number of shares acquired;	Currently not applicable.
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other	Currently not applicable since the Company is yet to be incorporated.



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	significant information (in brief);	
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DEMAC

Date: 30.08.2025

To

The Board of Directors
Newmalayalam Steel Limited
Door No. 2/546/A & 2/546/B,
Mala, Pallipuram P.O.,
Thrissur – 680732, Kerala, India.

Subject: Resignation from the position of Chief Financial Officer

Dear Members of the Board,

I hereby tender my resignation from the position of **Chief Financial Officer** of **Newmalayalam Steel Limited**, in accordance with the terms of my employment, serving the notice period of 60 days.

However, I kindly request to be relieved earlier than the notice period, subject to the appointment of a new Chief Financial Officer, to enable a smooth and effective transition.

I am grateful for the opportunity to have served the Company and to contribute to its growth. I sincerely appreciate the trust, support, and cooperation extended to me during my tenure.

Kindly take this letter on record and initiate the necessary formalities, including filings with the Registrar of Companies and other statutory authorities, as may be required.

Thank you once again for the opportunity to be part of Newmalayalam Steel Limited. I look forward to staying in touch and wish the company continued success in the future.

Yours faithfully,

Rahul Jain

Chief Financial Officer

