



SHREE RAMA

Shree Rama Multi-Tech Limited

An ISO 9001:2015 and ISO 15378:2017 (GMP) Certified Company
DMF Type III Certified Company



REGD. OFFICE & FACTORY ADDRESS : 1557, MOTI-BHOYAN, KALOL-KHATRAJ ROAD, TAL : KALOL,
DIST. : GANDHINAGAR - 382721 **TELE :** (079) 66747101, 66747102 **EMAIL :** info@srmtl.com
WEBSITE : www.srmtl.com **CIN NO :** L25200GJ1993PLC020880
By E-filing

Date: 8th August, 2024

To,
General Manager Listing
BSE Limited
Floor 25, P J Towers,
Dalal Street, Fort,
Mumbai - 400 001

To,
General Manager Listing
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Script Code: 532310

Script Code: SHREERAMA

Sub.: Submission of Notice of 30th AGM of the Company

Dear Sir/Madam,

We submit herewith the Notice of 30th Annual General Meeting of the Company scheduled to be held on Thursday, 5th September, 2024 at 11:00 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) pursuant to circulars dated 25th September, 2023 issued by MCA and circulars dated 7th October, 2023, issued by SEBI containing the business to be transacted thereat, as attached herewith.

We would further like to inform that the Company has fixed Thursday, 29th August, 2024 as the Cut-Off date for ascertaining the names of the members holding shares either in Dematerialized form or in physical form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM and to attend the AGM.

We request to take the above on your record.

Thanking You
Yours faithfully,
For, **Shree Rama Multi-Tech Limited**

(Sandip Mistry)
Company Secretary & Compliance Officer



Encl.: a/a



NOTICE

NOTICE is hereby given that the 30th Annual General Meeting of the Members of the Company will be held on Thursday, September 5, 2024 at 11.00 A.M. through video conferencing (VC)/ other audio visual means (OAVM) to transact the following businesses:

ORDINARY BUSINESS

- 1) To receive, consider and adopt the Audited Financial Statements for the Financial Year ended on March 31, 2024 and the Reports of Board of Directors and Auditors thereon.
- 2) To appoint a Director in place of Ms. Vandana C. Patel (DIN: 07010646), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

- 3) To consider and, if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

“**RESOLVED THAT** pursuant to provisions of Section 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') as amended and to the extent applicable, and based on the recommendation of the Nomination and Remuneration Committee, the consent of the members be and is hereby accorded to the reappointment of Shri Shailesh K. Desai (DIN: 01783891) as the Managing Director of the Company, for a period of (3) three years with effect from August 3, 2024, liable to retire by rotation, on the terms and conditions including remuneration as set out in the explanatory statement annexed hereto and forming part of this notice;

RESOLVED FURTHER THAT Shri Shailesh K. Desai, Managing Director be entrusted with such powers and perform such duties as may from time to time be delegated / entrusted to him subject to the supervision and control of the Board;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to modify and revise the terms and conditions of appointment/reappointment including remuneration from time to time in such manner as may deemed fit necessary which shall be within the limit as permissible under section 197 and other applicable provisions of the act read with Schedule V of the Act or any amendments thereto or any re-enactment thereof without any further reference to the members in general meeting and also authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

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

“**RESOLVED THAT** pursuant to provisions of Section 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') as amended and to the extent applicable, and based on the recommendation of the Nomination and Remuneration Committee, the consent of the members be and is hereby accorded



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to the reappointment of Shri Hemal R. Shah (DIN: 07338419) as the Whole-Time Director of the Company, for a period of (2) two years with effect from November 27, 2024, liable to retire by rotation, on the terms and conditions including remuneration as set out in the explanatory statement annexed hereto and forming part of this notice;

RESOLVED FURTHER THAT Shri Hemal R. Shah, Whole Time Director be entrusted with such powers and perform such duties as may from time to time be delegated / entrusted to him subject to the supervision and control of the Board;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to modify and revise the terms and conditions of appointment/reappointment including remuneration from time to time in such manner as may deemed fit necessary which shall be within the limit as permissible under section 197 and other applicable provisions of the act read with Schedule V of the Act or any amendments thereto or any re-enactment thereof without any further reference to the members in general meeting and also authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

- 4) 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 Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration as set out in the explanatory statement annexed to the Notice convening this Meeting, to be paid to M/s Maulin Shah & Associates (FRN: 101527), Cost Accountants appointed by the Board of Directors of the Company, to conduct the audit of cost records of the Company for the Financial Year 2024-25, be and is hereby ratified and confirmed.”

Place: Moti-Bhojan

Date: July 26, 2024

By Order of the Board of Directors

For, **Shree Rama Multi-Tech Limited**

Registered Office:

Block No. 1557, Village - Moti-Bhojan,

Kalol-Khatraj Road, Taluka –

Kalol, Gandhi Nagar,

Gujarat, 382721

CIN: L25200GJ1993PLC020880

Tel.: (079) 66747101

Website: www.srmtl.com

E-mail: cslegal@srmtl.com

Sandip A. Mistry

Company Secretary

Membership No.: A-6548



NOTES

1. The Government of India, Ministry of Corporate Affairs has allowed conducting -General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 5th May, 2020 and Circular No. 02/2021 dated 13th January, 2021 and Circular No. 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May 2022, 10/2022 dated 28th December, 2022 and latest Circular No. 09/2023 dated 25th September, 2023 (“MCA Circulars”) and Circular No. SEBI/HO/ CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/DDHS/P/CIR/ 2022/0063 dated 13th May, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 issued by the Securities Exchange Board of India (“SEBI Circular”) prescribing the procedures and manner of conducting the Annual General Meeting through VC/OVAM.
2. Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

Corporate members intending to authorise their representatives pursuant to Section 113 of the Act to participate in the Meeting and cast their votes through e-voting, are requested to send certified copy of the Board / governing body resolution / authorisation, etc. authorising their representatives to attend and vote on their behalf by email to pcschirag@gmail.com and a copy be marked to evoting@nsdl.com with the subject line ‘SHREE RAMA MULITI-TECH LIMITED’
3. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 25th September, 2023 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.



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6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13th April, 2020, and SEBI, the Notice of AGM along with Annual Report 2023-24 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. The Notice calling the AGM has been uploaded on the website of the Company at www.srmtl.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 20/2020 dated 5th May, 2020, MCA Circular No. 2/2021 dated 13th January, 2021 and Circular No. 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May 2022, 10/2022 dated 28th December, 2022 and latest Circular No. 09/2023 dated 25th September, 2023.
8. A statement pursuant to Section 102(1) of the Companies Act, 2013 ('the Act'), relating to the Special Business to be transacted at the Meeting is annexed hereto.
9. Pursuant to the Secretarial Standards and Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the information about the Directors proposed to be appointed/ re-appointed is given in the Annexure to the Notice.
10. M/s Chirag Shah & Associates, Practicing Company Secretaries has been appointed as the scrutinizer to scrutinize the remote e-voting and e-voting process on the date of AGM in a fair and transparent manner.
11. Since the AGM will be held through VC/ OAVM in accordance with the MCA Circulars, the route map, proxy form and attendance slip are not attached to the Notice.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Monday, 2nd September, 2024 (09:00 a.m.) and ends on Wednesday, 4th September, 2024 (05.00 p.m.). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Thursday, 29th August, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, 29th August, 2024.

The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 30th August, 2024 to Thursday, 5th September, 2024 (both days inclusive) for purpose of Annual General Meeting.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:



Step 1: Access to NSDL e-Voting system





A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in Demat mode

In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their Demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with NSDL.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jspVisit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 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. You will have to enter your User ID (i.e. your sixteen digit Demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.



	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="552 296 1075 596" style="border: 1px solid black; padding: 10px; text-align: center;"><p>NSDL Mobile App is available on</p><p> App Store  Google Play</p><div style="display: flex; justify-content: space-around;"></div></div>
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none">1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.



Individual Shareholders (holding securities in Demat mode) login through their depository participants	You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in Demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.



4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in Demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in Demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your Demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your Demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your Demat account number/folio number, your PAN, your name and your registered address etc.



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- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
2. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
3. Now, you will have to click on “Login” button.
4. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to pcschirag@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to at evoting@nsdl.com



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Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, 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 email to cslegal@srmml.com.
2. In case shares are held in Demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cslegal@srmml.com. If you are an Individual shareholders holding securities in Demat mode, you are requested to refer to the login method explained at step **1(A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in Demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their Demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.



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3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name Demat account number/folio number, email id, mobile number from their registered email address between Friday, 30th August, 2024 (9:00 a.m.) to Saturday, 31st August, 2024 (05:00 p.m.) at cslegal@srmtl.com. The same will be replied by the company suitably.
6. Members, who would like to express their views or ask questions during the AGM will have to register themselves as a speaker by sending their request mentioning their Name, DP ID & client ID / folio No., Mobile number from their registered email address between Saturday, 31st August, 2024 (9:00 a.m.) to Monday, 2nd September, 2024 (05:00 p.m.) at cslegal@srmtl.com. Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Only questions of the members holding shares as on the cut-off date will be considered.
7. Further, members registered as speakers will be required to allow camera during AGM and hence are requested to use internet with a good speed to avoid any disturbance during the meeting.

Place: Moti-Bhoyan
Date: July 26, 2024

By Order of the Board of Directors
For, **Shree Rama Multi-Tech Limited**

Registered Office:
Block No. 1557, Village - Moti-Bhoyan,
Kalol-Khatraj Road, Taluka –
Kalol, Gandhi Nagar,
Gujarat, 382721
CIN: L25200GJ1993PLC020880
Tel.: (079) 66747101
Website: www.srmtl.com
E-mail: cslegal@srmtl.com

Sandip A. Mistry
Company Secretary
Membership No.: A-6548



ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 3

The tenure of Shri Shailesh K Desai (DIN: 01783891) as Managing Director of the Company is going to complete on August 2, 2024 and upon recommendation of the Nomination and Remuneration Committee, the Board of Directors in its meeting held on July 26, 2024 has re-appointed him as the Managing Director of the Company for a further period of three years on the terms and conditions and the remuneration as mentioned here in below with effect from August 3, 2024 subject to the approval of members.

During his tenure, he has contributed significantly in overall improvement in performance of the company with his vision and expertise along with the available resources and in line with envisaged plan for achieving growth of the company. Under his supervision and guidance, the Company has undergone remarkable changes and improved financial health to give the way to the future growth of the company. Shri Shailesh K. Desai, aged 64 years, the Managing Director of the Company holds Bachelor degree in Commerce and has more than 28 years of experience in packaging industry.

It is proposed to seek members' approval by way of Special Resolution as set out in Item No. 3 for the re-appointment and remuneration of Shri Shailesh K. Desai as Managing Director of the Company, in terms of the applicable provisions of the Companies Act, 2013 read with Schedule V and rules made there under.

Terms and conditions of reappointment including remuneration payable to Shri Shailesh K. Desai as Managing Director of the Company are as under:

A. Period: 3 (Three) years with effect from August 3, 2024

B. Remuneration:

i. Basic Salary:

₹24,00,000/- (Rupees Twenty-Four Lakhs only) per annum with such increment(s)/revision as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors from time to time in accordance with the policy of the Company.

ii. Perquisites:

In addition, he shall be entitled to perquisites, benefits and allowances viz. House Rent Allowances, Leave Travel Allowance, Medical Allowance, Reimbursement Allowance, such other perquisites, benefits and allowances, all as per the policy of the Company ₹46,00,000/- (Rupees Forty-Six lakhs only) per annum, with such revision(s) based on the increment(s) as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors from time to time in accordance with the policy of the Company

iii. In addition to above, he shall also be eligible for company's contribution to provident fund, superannuation fund or Annuity Fund or leave encashment if any and gratuity as per the policy of the Company;

iv. Shri Shailesh K. Desai shall not be entitled to any sitting fees for attending meetings of the Board or Committees thereof;



SHREE RAMA MULTI-TECH LIMITED

- v. He shall be liable to retire by rotation;
- vi. The aggregate of salary, together with perquisites, allowance, benefits and amenities as mentioned in (i) & (ii) above payable to Shri Shailesh K Desai, Managing Director in any financial year shall be ₹70,00,000/- (Rupees Seventy Lakhs only) per annum with such revision(s) based on the increment(s) as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors from time to time in accordance with the policy of the Company

vii. Overall Remuneration:

The aggregate of salary, together with perquisites, allowance, benefits and amenities payable to Shri Shailesh K Desai in any financial year shall not exceed the limits prescribed from time to time under Section 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act for the time being in force;

viii. Minimum Remuneration:

In absence or inadequacy of profits in any year, the remuneration by way of salary, perquisites, benefits, allowances and amenities will be in accordance with and shall not exceed, the limits prescribed in Section II of Part II of Schedule V of the Companies Act, 2013 including any modification(s) or re-enactment thereof for the time being in force;

The Information as required under para (iv) of Section II of Part II of Schedule V to the Companies Act, 2013 is annexed herewith forming a part of this Notice.

Brief resume of Shri Shailesh K. Desai, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships / chairmanships of Board Committees, and his shareholding as required under Regulation 36(3) of SEBI (LODR) Regulation, 2015 are provided in the Annexure to Notice.

Shri Shailesh K. Desai is not related to any other Director on the Board in terms of definition of 'relative' as per the Companies Act, 2013. None of the Directors or any Key Managerial Personnel or any relative of any of the Directors/ Key Managerial Personnel other than Shri Shailesh K. Desai are concerned or interested, financially or otherwise, in the resolution set out at Item no. 3 of the Notice.

Your directors recommend the passing of the resolution as special resolution as set out at item no.3 of the Notice in the interest of the company.

ITEM NO. 4

Shri Hemal R. Shah, Whole-Time Director of the Company, aged 48 years, holds Bachelor degree in Science and is having 27 years of experience in plastic & packaging industry. The tenure of Shri Hemal R. Shah (DIN: 0733841) as Whole-Time Director of the Company about to be completed on November 26, 2024. During the tenure, he has contributed considerably in managing the production activities of the Company.

Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors in its meeting held on July 26, 2024 has re-appointed Shri Hemal R. Shah as the Whole-Time Director of the Company for a period of two years, subject to the approval of members, considering his long association with the Company and witness to the overall improvement in the performance of the Company and also his qualifications and experience in the field of plastic and packaging industry.



SHREE RAMA MULTI-TECH LIMITED

It is proposed to seek members' approval by way of Ordinary Resolution as set out in Item No. 4 for the re-appointment and remuneration of Shri Hemal R. Shah as Whole-Time Director of the Company, in terms of the applicable provisions of the Companies Act, 2013.

Terms and conditions of reappointment including remuneration payable to Shri Hemal R. Shah as Whole - Time Director of the Company are as under:

A. Period : 2 (Two) years with effect from November 27, 2024

B. Remuneration:

i. Basic Salary:

₹7,80,000/- (Rupees Seven Lakhs Eighty Thousand only) per annum with such increment(s)/ revision as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors from time to time in accordance with the policy of the Company.

ii Perquisites:

In addition, he shall be entitled to perquisites, benefits and allowances viz. House Rent Allowances, Leave Travel Allowance, Medical Allowance, Reimbursement Allowance, such other perquisites, benefits and allowances, all as per the policy of the Company ₹28,20,000/- (Rupees Twenty-Eight Lakhs Twenty Thousand only) per annum, with such revision(s) based on the increment(s) as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors from time to time in accordance with the policy of the Company

iii. In addition to above, he shall also be eligible for company's contribution to provident fund, superannuation fund or Annuity Fund or leave encashment if any and gratuity as per the policy of the Company;

iv. Shri Hemal R. Shah shall not be entitled to any sitting fees for attending meetings of the Board or Committees thereof;

v. He shall be liable to retire by rotation;

vi. The aggregate of salary, together with perquisites, allowance, benefits and amenities as mentioned in (i) & (ii) above payable to Shri Hemal R. Shah, Whole-Time Director in any financial year shall be ₹36,00,000/- (Rupees Thirty-Six Lakhs only) per annum with such revision(s) based on the increment(s) as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors from time to time in accordance with the policy of the Company

vii. Overall Remuneration:

The aggregate of salary, together with perquisites, allowance, benefits and amenities payable to Shri Hemal R. Shah in any financial year shall not exceed the limits prescribed from time to time under Section 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act for the time being in force;

viii. Minimum Remuneration:

In absence or inadequacy of profits in any year, the remuneration by way of salary, perquisites, benefits, allowances and amenities will be in accordance with and shall not exceed, the limits



SHREE RAMA MULTI-TECH LIMITED

prescribed in Section II of Part II of Schedule V of the Companies Act, 2013 including any modification(s) or re-enactment thereof for the time being in force;

The Information as required under para (iv) of Section II of Part II of Schedule V to the Companies Act, 2013 is annexed herewith forming a part of this Notice.

The information as to brief resume of Shri Hemal R Shah, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships / chairmanships of Board Committees, and his shareholding as required under Regulation 36(3) of SEBI (LODR) Regulation, 2015 are also provided in the Annexure to Notice.

Shri Hemal R Shah is not related to any other Director on the Board in terms of definition of 'relative' as per the Companies Act, 2013. None of the Directors or any Key Managerial Personnel or any relative of any of the Directors/ Key Managerial Personnel other than Shri Hemal R Shah are concerned or interested, financially or otherwise, in the resolution set out at Item no. 4 of the Notice.

Your directors recommend the passing of the resolution as ordinary resolution as set out at item no.4 of the Notice in the interest of the company.

ITEM NO. 5

The Board of Directors in its meeting held on May 18, 2024, on the recommendation of the Audit Committee, has approved the appointment of M/s Maulin Shah & Associates (FRN: 101527), Cost Accountants to conduct the audit of the cost records of the Company in respect of product group – 'Plastics and Polymers' at a remuneration of ₹60,000 per annum plus applicable tax for the Financial Year 2024-25.

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor, as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company.

Accordingly, ratification by the members is sought, by way of Ordinary Resolution as set out in Item No. 5 of the Notice, in respect of the remuneration payable to the Cost Auditor of the Company for the Financial Year 2024-25.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid proposal.

Your Directors recommend the passing of the resolution as Ordinary Resolution as set out at Item No. 5 of the Notice in the interests of the Company.

Place: Moti-Bhojan

Date: July 26, 2024

By Order of the Board of Directors

For, **Shree Rama Multi-Tech Limited**

Registered Office:
Block No. 1557, Village - Moti-Bhojan,
Kalol-Khatraj Road, Taluka –
Kalol, Gandhi Nagar,
Gujarat, 382721
CIN: L25200GJ1993PLC020880
Tel.: (079) 66747101
Website: www.srmtl.com
E-mail: cslegal@srmtl.com

Sandip A. Mistry
Company Secretary
Membership No.: A-6548



SHREE RAMA MULTI-TECH LIMITED

ITEM NO. 3

Information pursuant to Para (iv) of Section II of Part II of Schedule V to the Companies Act, 2013:

I. GENERAL INFORMATION:	
Nature of Industry	The Company is engaged in the Plastic and Packaging Industry
Date or expected date of commencement of commercial production	Not applicable
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing the prospectus	Not applicable
Financial Performance based on given Indicator	The details of financial performance of the Company for the years 2022-23 and 2023-24 are provided in the Annual Report 2023-24 which accompanies this Notice.
Foreign Investments or Collaborations if any.	The Company has not entered into any foreign collaboration. The Company has one Subsidiary i.e. Shree Rama (Mauritius) Limited, Mauritius. The current status of the Subsidiary Company is "Defunct."

II. INFORMATION ABOUT THE APPOINTEE:										
a) Shri Shailesh K. Desai										
1	Background Details	Shri Shailesh K. Desai holds Bachelor degree in Commerce field. He is possessing more than 28 years of experience in packaging industry.								
2	Past Remuneration	The past remuneration drawn by Shri. Shailesh K. Desai for the last Financial year i.e. 2023-24 was as follows: <table border="1"><thead><tr><th>Particulars</th><th>Amount (₹ in Lakhs) P.A</th></tr></thead><tbody><tr><td>Basic Salary</td><td>24.00</td></tr><tr><td>Perquisites</td><td>46.00</td></tr><tr><td>Total Aggregate Salary</td><td>70.00</td></tr></tbody></table>	Particulars	Amount (₹ in Lakhs) P.A	Basic Salary	24.00	Perquisites	46.00	Total Aggregate Salary	70.00
Particulars	Amount (₹ in Lakhs) P.A									
Basic Salary	24.00									
Perquisites	46.00									
Total Aggregate Salary	70.00									
3	Recognition or awards	N.A								
4	Job Profile and his suitability	He has vast experience in the field of Packaging Industry with excellent management and business skills and other aspects of running the organization, expertise in execution of projects along with his contribution made during his tenure has been a								



SHREE RAMA MULTI-TECH LIMITED

		strong factor in considering his re-appointment in the Board.
5	Remuneration Proposed	As mentioned in explanatory statement in respect of item no. 3 of this notice of 30th AGM.
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the size of the Company, the industry bench marks, the responsibilities to be shouldered by him, experience and contribution during his tenure, the proposed remuneration is within the overall ceiling as prescribed under Companies Act, 2013 and rules made thereunder read with schedule V of the Companies Act, 2013
7	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel if any.	No pecuniary relationship, directly or indirectly, with the Company apart from receiving managerial remuneration. Shri Shailesh K. Desai is not related to other managerial personnel of the Company in terms of Companies Act, 2013 and rules made thereunder and other applicable provisions if any.

III. OTHER INFORMATION:

1	Reasons for loss or inadequate profits	The Company has earned the profit during the FY 2023-24 however for the purpose of reappointment the profit is inadequate for the payment of remuneration to managerial personnel as per the calculation provisions of Section 198 of the Companies Act, 2013 and rules made thereunder as amended from time to time.
2	Steps taken or proposed to be taken for improvement	Endeavor to reduce raw material cost by in house production of certain material. Effective planning to grow substantially in Laminates, Flexible Packaging materials, Cost control for better productivity and effective utilization of available resources. Marketing and research & development for better quality of products and streamlining of manufacturing activities and endeavor to centralize the manufacturing facility and efforts to explore the oversea market to grow export.
3	Expected increase in productivity and profits in measurable terms	Effective control on cost, productivity and steps to increase sales which may increase the revenue in the coming years.



SHREE RAMA MULTI-TECH LIMITED

Information pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to directors seeking appointment/ re-appointment:

Name of Director	Shri Shailesh K. Desai
DIN	01783891
Date of Birth	May 19, 1960
Qualifications	B.Com
Expertise in specific functional areas	Experience of 28 years in Packaging Industry
Directorship held in other listed companies	Nil
Number of membership/ chairmanship held in committees of the Board of other listed companies.	Nil
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	Nil
Relationship between Directors inter-se	Not related to any Director in terms of Companies Act, 2013
Shareholding of Non-Executive directors (in the listed entity, including shareholding as a beneficial owner)	Not applicable
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable
Terms and Conditions of reappointment	Shri Shailesh K. Desai has been reappointed as Executive Director (Managing Director). He will be entitled to remuneration as stipulated in item No. 3 of the explanatory statement accompanying the notice.



SHREE RAMA MULTI-TECH LIMITED

ITEM NO. 4

Information pursuant to Para (iv) of Section II of Part II of Schedule V to the Companies Act, 2013:

I. GENERAL INFORMATION:	
Nature of Industry	The Company is engaged in the Plastic and Packaging Industry
Date or expected date of commencement of commercial production	Not applicable
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing the prospectus	Not applicable
Financial Performance based on Indicator	The details of financial performance of the Company for the years 2022-23 and 2023-24 are provided in the Annual Report 2023-24 which accompanies this Notice.
Foreign Investment or Collaboration	The Company has not entered into any foreign collaboration. The Company has one Subsidiary i.e. Shree Rama (Mauritius) Limited, Mauritius. The current status of the Subsidiary Company is "Defunct."

II. INFORMATION ABOUT THE APPOINTEE:										
Shri Hemal R Shah										
1	Background Details	Shri Hemal R. Shah holds Bachelor degree in Science and post-graduation diploma in plastics. He is possessing 27 years of experience in packaging industry. He has been working with the Company since last 21 years.								
2	Past Remuneration	The past remuneration drawn by Shri. Hemal R Shah for the last Financial year i.e. 2023-24 was as follows: <table border="1"><thead><tr><th>Particulars</th><th>Amount (₹ in Lakhs) P.A</th></tr></thead><tbody><tr><td>Basic Salary</td><td>7.26</td></tr><tr><td>Perquisites</td><td>27.34</td></tr><tr><td>Total Aggregate Salary</td><td>34.60</td></tr></tbody></table>	Particulars	Amount (₹ in Lakhs) P.A	Basic Salary	7.26	Perquisites	27.34	Total Aggregate Salary	34.60
Particulars	Amount (₹ in Lakhs) P.A									
Basic Salary	7.26									
Perquisites	27.34									
Total Aggregate Salary	34.60									
3	Recognition or awards	N.A.								
4	Job Profile and his suitability	He has vast experience in the field of Plastics and Packaging with multiple additional skills on Techno-commercial side like Product costing, Business								



SHREE RAMA MULTI-TECH LIMITED

		profitability and other aspects of running the organization. His proven track record in handling with complex issues like Man power handling, new Product design and Tube making expertise has been a strong factor in considering his elevation to the board.
5	Remuneration Proposed	As mentioned in explanatory statement in respect of item no. 4 of this notice of 30th AGM.
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the size of the Company, the industry bench marks, the responsibilities to be shouldered by him, experience and contribution during his tenure, the proposed remuneration is within the overall ceiling as prescribed under Companies Act, 2013 and rules made thereunder read with schedule V of the Companies Act, 2013.
7	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel	No pecuniary relationship, directly or indirectly, with the Company apart from receiving managerial remuneration. Shri Hemal R Shah is not related to other managerial personnel of the Company in terms of Companies Act, 2013 and rules made thereunder and other applicable provisions if any.

III. OTHER INFORMATION:

1	Reasons for loss or inadequate profits	The Company has earned the profit during the FY 2023-24 however for the purpose of reappointment the profit is inadequate for the payment of remuneration to managerial personnel as per the calculation provisions of Section 198 of the Companies Act, 2013 and rules made thereunder as amended from time to time.
2	Steps taken or proposed to be taken for improvement	Endeavor to reduce raw material cost by in house production of certain material. Effective planning to grow substantially in Laminates, Flexible Packaging materials, Cost control for better productivity and effective utilization of available resources. Marketing and research & development for better quality of products and streamlining of manufacturing activities and endeavor to centralize the manufacturing facility and efforts to explore the oversea market to grow export.
3	Expected increase in productivity and	Effective control on cost, productivity and steps to



SHREE RAMA MULTI-TECH LIMITED

profits in measurable terms	increase sales which may increase the revenue in the coming years.
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Information pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to directors seeking appointment/ re-appointment:

Name of Director	Shri Hemal R. Shah
Date of Birth	July 26, 1976
Qualifications	B.Sc. (Chemistry), Post-graduation Diploma in Plastic
Expertise in specific functional areas	Experience of 27 years in packaging industry
Directorship held in other listed companies	Nil
Number of membership/ chairmanship held in committees of the Board of other listed companies.	Nil
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	Nil
Relationship between Directors inter-se	Not related to any Director in terms of Companies Act, 2013
Shareholding of Non-Executive directors (in the listed entity, including shareholding as a beneficial owner)	Not applicable
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not applicable
Terms and Conditions of reappointment	Shri Hemal R. Shah has been appointed as Executive Director (Whole Time Director). He will be entitled to remuneration as stipulated in item No. 4 of the explanatory statement accompanying the notice.



SHREE RAMA MULTI-TECH LIMITED

Information pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to directors seeking appointment/ re-appointment:

Name of Director	Smt. Vandana C. Patel
Date of Birth	April 29, 1968
Qualifications	Chartered Accountant and Master of Business Administration
Expertise in specific functional areas	Accounts, Finance and Costing
Directorship held in other listed companies	Nil
Number of membership/ chairmanship held in other listed companies	Nil
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	Nil
Relationship between Directors inter-se	Not related to any Director in terms of Companies Act, 2013
Shareholding of Non-Executive directors (applicable if any)	Nil