



# JMD ALLOYS LIMITED

REGD. OFFICE "USHA COIV1PLEX" KANKARBAGH ROAD. PATNA-20  
PH. 0612-3202443, 3202591. Fax : 0612-2350014  
FACTORY : VILL. - DEOKULI, (NH-30) BIHTA, P ATNA  
PH. (06115)286294  
CIN-L27200BR1994PLC005961  
Email: [jmdalloys2015@gmail.com](mailto:jmdalloys2015@gmail.com)

**NOTICE is hereby given that the 25th Annual General Meeting of the Members of JMD ALLOYS LIMITED will be held on Thursday, 31<sup>st</sup> December, 2020 at 11:30 A.M. at Registered Office of the Company at Usha Complex, Kankarbagh Road, Patna- 800020 to transact the following business:-**

## **ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended on 31st March, 2020 together with the Reports of the Directors and Auditors thereon.**
- 2. To appoint a Director in place of Smt. Swathi Thatikonda (DIN: 07325085), who retires by rotation and being eligible, offers himself for re-appointment.**
- 3. To appoint Statutory Auditors:**

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

“RESOLVED THAT pursuant to the provisions of Section 139 (8) of the Companies Act, 2013 and other applicable provisions of the Act, if any, including any statutory modifications, amendments or re-enactments thereof, consent of the Company be and is hereby accorded to appoint M/s. Dinesh K. Yadav & Associates, Chartered Accountants, Patna (FRN:-011308C) as Statutory auditor of the company who shall hold the office as statutory auditor till the conclusion of ensuing Annual General Meeting to be held in Year 2022.”

“FURTHER RESOLVED THAT Mr. Angad Chaturvedi, having DIN:08652826 Director of the company be and is authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies.”

## **SPECIAL BUSINESS:**

- 4. Regularisation of Mr. Angad Chaturvedi (DIN: 08652826) as Director of the company**  
*To consider and, if thought fit, to pass with or without modification the following as an ordinary resolution:*

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and Rules framed there under, including any enactment, re-enactment or modifications thereof, Mr. Angad Chaturvedi (DIN: 08652826) whose term of office as an additional director expires at the conclusion of this Annual General Meeting be and is hereby appointed as the Director of the Company.



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5. **Regularisation of Mr. Rajiv Jalan (DIN: 08652828) as Director of the company**

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and Rules framed there under, including any enactment, re-enactment or modifications thereof, Mr. **Rajiv Jalan (DIN: 08652828)** whose term of office as an additional director expires at the conclusion of this Annual General Meeting be and is hereby appointed as the Director of the Company.

**RESOLVED FURTHER THAT** any Directors of the Company of the Company be and are hereby severally authorized to do all such acts, things and deeds as may be deemed necessary for giving effect to the above stated resolutions.”

*For JMD Alloys Limited*

**Date: 02.12.2020**

**Place: Bihar**

Sd/-

**Sangita Digga**  
**Company Secretary**

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the ensuing Annual General Meeting (hereafter referred as ‘the Meeting’) is annexed hereto.
2. 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.
3. The instrument appointing the proxy(ies), in order to be effective, must be deposited at the registered office of the Company duly completed and signed, not less than forty-eight hours before the time fixed for the commencement of the meeting. The Proxy Form is annexed to this Notice.
4. A person can act as a Proxy on behalf of not more than fifty members and holding in 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 Proxy who shall not act as a proxy for any other Member.
5. Proxies submitted on behalf of companies, societies, body corporate, etc., must be supported by an appropriate resolution/authority, as applicable. During the period beginning 24 hours before the time fixed for the commencement of the Meeting until the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
6. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the Members at the Meeting.



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7. Members may also note that the Notice of 25th Annual General Meeting and Annual Report from 2019-20 will be available on the website [www.jmdalloys.com](http://www.jmdalloys.com) for download.
8. Members who have not registered their e-mail address so far, are requested to register their email address for receiving all communication including Annual Report, Notices, Circulars, etc from the Company electronically.

**For JMD Alloys Limited**

**Date: 02.12.2020**

**Place: Bihar**

Sd/-  
**Sangita Digga**  
Company Secretary



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## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **SPECIAL BUSINESS:**

#### **4. Regularisation of Mr. Angad Chaturvedi (DIN: 08652826) as Director of the Company**

Mr. Angad Chaturvedi was appointed as an Additional Director of the Company with effect from 30<sup>th</sup> December, 2019, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company. Mr. Angad Chaturvedi is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

The Board is of the view that the appointment of Mr. Angad Chaturvedi as Independent Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 4 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Angad Chaturvedi himself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

#### **5. Regularisation of Mr. Rajiv Jalan (DIN: 08652828) as Director of the Company**

Mr. Rajiv Jalan was appointed as an Additional Director of the Company with effect from 30<sup>th</sup> December, 2019, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company. Mr. Rajiv Jalan is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

The Board is of the view that the appointment of Mr. Rajiv Jalan as Independent Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 5 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Rajiv Jalan himself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

***For JMD Alloys Limited***

**Date: 02.12.2020**

**Place: Bihar**

Sd/-

**Sangita Digga**  
**Company Secretary**



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**ATTENDANCE SLIP**  
**25th ANNUAL GENERAL MEETING ON 31<sup>ST</sup> DECEMBER, 2020**

Name and Address of Shareholder	Folio No.
No. of Shares	Client ID

I hereby record my presence at the 25th Annual General Meeting of the Company at Usha Complex, Kankarbagh Road, Patna- 800020, on 31<sup>st</sup> December 2020, Thursday at 11.30 A.M.

\_\_\_\_\_  
Signature of the Shareholder or Proxy

\_\_\_\_\_  
Email Address

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the meeting.



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## FORM NO. MGT-11 PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies Management and Administration Rules, 2014]

Name of the Member(s)	
Registered address:	
E-mail Id:	
Folio No. /Client ID & DP ID:	

I/We.....being a member / members holding.....shares  
of JMD ALLOYS LIMITED hereby appoint:

1.	Name:	Address:
	Email ID:	Signature:
2.	Name:	Address:
	Email ID:	Signature:
3.	Name:	Address:
	Email ID:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on Thursday, 31<sup>st</sup> December, 2020 at 11:30 A.M. Usha Complex, Kankarbagh Road, Patna- 800020 and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Resolution	No. of Equity Shares (s) held	I/ We assent to the resolution (For)	I/ We dissent to the resolution (Against)
<b>Ordinary Resolution</b>				
1.	To Receive, Consider and Adopt the Profit and Loss Account of the Company for the year ended 31st March, 2020 and Balance Sheet as at that date, Cash Flow statement for the year ended 31st March, 2020 and Report of the Directors and Auditors thereon.			
2.	To appoint a Director in place of Smt. Swathi Thatikonda (DIN: 07325085), who retires by rotation and being eligible, offers himself for re-appointment.			
3.	To appoint Statutory Auditors			
<b>Special Resolution</b>				
1.	Regularisation of Mr. Angad Chaturvedi (DIN: 08652826) as Director of the company			
2.	Regularisation of Mr. Rajiv Jalan (DIN:08652828) as Director of the company			

Signed this 31<sup>st</sup> day of December, 2020

Signature(s) of the Shareholder(s).....

Signature of Proxy Holder.....

Notes: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting



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## PAPER – MGT -12 BALLOT PAPER/POLLING PAPER

Name(s) of Member(s) : (In BLOCK/CAPITAL LETTERS)	
Registered Address:	
DP ID / Client ID* or Registered Folio No :	
No. of equity shares held :	

\*Applicable in case of Share held in electronic form

I/We hereby exercise my/our vote in respect of the following resolution(s) as set out in the Notice of 25th Annual General Meeting of Company scheduled to be held on Thursday, December 31<sup>st</sup>, 2020 at 11:30 A.M. at Usha Complex, Kankarbagh Road, Patna- 800020, which is proposed to be placed for consideration of members at the aforesaid Annual General Meeting of the Company, by conveying my/our assent and/or dissent to the said Resolution(s) in the relevant box as stated here in below:

Res. No.	Resolution	No. of Equity Shares (s) held	I/ We assent to the resolution (For)	I/ We dissent to the resolution (Against)
<b>Ordinary Resolution</b>				
1.	To Receive, Consider and Adopt the Profit and Loss Account of the Company for the year ended 31st March, 2020 and Balance Sheet as at that date, Cash Flow statement for the year ended 31st March, 2020 and Report of the Directors and Auditors thereon.			
2.	To appoint a Director in place of Smt. Swathi Thatikonda (DIN: 07325085), who retires by rotation and being eligible, offers himself for re-appointment.			
3.	To appoint Statutory Auditors			
<b>Special Resolution</b>				
1.	Regularisation of Mr. Angad Chaturvedi (DIN: 08652826) as Director of the company			
2.	Regularisation of Mr. Rajiv Jalan (DIN:08652828) as Director of the company			

\*Please put a tick mark in appropriate column against the resolution(s) indicated above. In case of ( member/proxy wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns 'For' and/or 'Against'.

Place:

Date:

\_\_\_\_\_  
Signature of Member