

NOTICE OF THE NINETH(9TH) ANNUAL GENERAL MEETING

NOTICE is hereby given that the 09th Annual General Meeting (AGM) of the Members of Poojawestern Metaliks Limited will be held on Thursday, September 25, 2025 at 11:30 A.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following businesses:

The deemed venue of the meeting will be the Registered Office of the Company at Plot No. 1, G.I.D.C. industrial Area, Phase II, Dared, Jamanagar-361004.

ORDINARY BUSINESS:

1. To Receive, Consider and Adopt:

(A) The Audited Standalone Financial Statements of the company for the financial year ended March 31, 2025, together with the reports of the board of directors and Auditors thereon

(B) The Audited Consolidated Financial Statement of the company for the financial year ended March 31, 2025 and the Report of Auditors thereon and in this regard.

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

a) **“RESOLVED THAT** the Audited Standalone financial statement of the Company for the financial year ended on March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

b) **“RESOLVED THAT** the Audited Consolidated financial statement of the Company for the financial year ended on March 31, 2025 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

2. To Appoint a director in place of Mr. Vivek Sunil Panchmatiya (DIN: 07427929), Executive Director of the Company, who retires by rotation and, being eligible, offers himself for re-appointment:

To appoint Mr. Vivek Sunil Panchmatiya (DIN: 07427929), Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.

Explanation: In accordance with the terms of his appointment, executive directors are subject to retirement by rotation. Mr. Vivek Sunil Panchmatiya (DIN: 07427929), who was appointed as an Executive Director of the Company

on November 09, 2016, at the inception of the Company, is the longest-serving member of the Board. He is due to retire by rotation and, being eligible, has expressed his willingness to offer himself for re-appointment. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment as a Director of the Company.

As Mr. Vivek Sunil Panchmatiya (DIN: 07427929) is due for retirement by rotation, his re-appointment as an Executive Director is sought. Accordingly, the shareholders are requested 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 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be, and is hereby accorded to the reappointment of Mr. Vivek Sunil Panchmatiya (DIN: 07427929) as an Executive Director, to the extent that he is required to retire by rotation.

3. To declare final dividend:

To declare a final dividend of Rs. 1/- per share (One Rupees Only) per Equity Shares of Rs. 10/- for the financial year ended March 31, 2025.

SPECIAL BUSINESSES:

4. To appoint M/s. Mittal V. Kothari & Associates, Practicing Company Secretary (COP: 17202), as Secretarial Auditor of the Company for a term of (5) five consecutive years.

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

“RESOLVED THAT pursuant to the provision of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial

Personnel) Rules, 2014 and Regulation 24A and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), and in consonance to approval of the Board of Directors, M/s. Mittal V. Kothari & Associates, Practicing Company Secretary (COP: 17202) (Peer Review Certificate No. 4577/2023), be and are hereby appointed as Secretarial Auditors of the Company for a term of upto 5(Five) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2025-26 to 2029-30

and to hold office from the conclusion of this Annual General Meeting ('AGM') till the conclusion of 14th (Fourteenth) AGM of the Company to be held in the Year 2030, on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Audit Committee/Board of Directors of the Company.

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws, at a remuneration to be determined by the Audit committee/Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors, (including its committees thereof), of the Company, be and are hereby authorized to do all such acts, deeds, things as may be deemed proper and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

5. To approve revision in Remuneration payable to Mr. Sunil Devram Panchmatiya (DIN: 02080742), Chairman & Managing Director of the Company for his remaining term:

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard and other applicable Regulations of SEBI (LODR) Regulations, 2015 including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as "the Board"), the approval of the Members of the Company be and is hereby accorded for payment of remuneration to Mr. Sunil Devram Panchmatiya (DIN: 02080742), Chairman & Managing Director of the Company as set out in the explanatory statement attached hereto, for the remaining term until revised and further with other terms and conditions remaining unchanged as per the explanatory statement of resolution passed for his appointment as Chairman & Managing Director with the power to the Board of Directors to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company.

RESOLVED FURTHER THAT subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Sunil Devram Panchmatiya (DIN: 02080742), as set out in the explanatory statement attached hereto, in the event of loss or inadequacy

of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be necessary, expedient and incidental thereto to give effect to the above resolution."

6. To approve revision in Remuneration payable to Mr. Anil Devram Panchmatiya (DIN: 02080763), Whole Time Director of the Company for his remaining term:

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard and other applicable Regulations of SEBI (LODR) Regulations, 2015 including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as "the Board"), the approval of the Members of the Company be and is hereby accorded for payment of remuneration to Mr. Anil Devram Panchmatiya (DIN: 02080763), Whole Time Director of the Company as set out in the explanatory statement attached hereto, for the remaining term until revised and further with other terms and conditions remaining unchanged as per the explanatory statement of resolution passed for his appointment as Whole Time Director with the power to the Board of Directors to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company.

RESOLVED FURTHER THAT subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Anil Devram Panchmatiya (DIN: 02080763), as set out in the explanatory statement attached hereto, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this

resolution, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be necessary, expedient and incidental thereto to give effect to the above resolution.”

7. Adoption of new set of Articles of Association of the company:

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

“**RESOLVED THAT**, with the consent of the Board of Directors and pursuant to the provisions of Sections 5, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) and other applicable SEBI regulations and guidelines, the consent of the Members of the Company, by way of Special Resolution, be and is hereby accorded to adopt the new set of Articles of Association (“AOA”), as placed before the Meeting and initialled by the Chairperson for the purpose of identification, in substitution of and to the complete exclusion of the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any Committee constituted by the Board and/or any person(s) authorized by the Board), be and is hereby authorized to do all such acts, deeds, matters and things, including making necessary filings with the Registrar of Companies, Stock Exchanges and other regulatory authorities, as may be deemed necessary, desirable or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any of the Executive Directors or the Company Secretary of the Company be and are hereby severally authorized, on behalf of the Company, to sign, execute and submit all such applications, forms, documents, returns and deeds as may be required, and to settle any questions, difficulties, or doubts that may arise in this regard, including to accept such modifications, changes, variations, alterations or corrections as may be suggested by the Registrar of Companies, Stock Exchanges, SEBI or any other statutory/regulatory authorities, without requiring any further approval of the Members of the Company.”

8. To approve the Re-Appointment of Mr. Meet Panchmatiya (DIN: 08627877) as an Executive Director of the company:

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

“**RESOLVED THAT**, pursuant to the provisions of Section 196, 197, 198 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard and other applicable Regulations of SEBI (LODR) Regulations, 2015 including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as “the board” which term shall include Nomination & Remuneration Committee of the Board), the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Meet Panchmatiya (DIN: 08627877) as an Executive Director for further period of five (5) years with effect from November 11, 2025, liable to retire by rotation and on such terms and conditions including salary and perquisites (hereinafter referred to as “remuneration”) as set out in the explanatory statement annexed to this notice with the power to the board to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company.

RESOLVED FURTHER THAT, subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Meet Panchmatiya (DIN: 08627877) as set out in the explanatory statement attached hereto, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the board be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, from time to time and to undertake all such steps, as may be deemed necessary in this matter.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Ahmedabad (Gujarat), and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution.”

9. To approve revision in remuneration payable to Mr. Vivek Sunil Panchmatiya (DIN: 07427929), Executive Director of the Company for his remaining term:

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

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with

Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard and other applicable Regulations of SEBI (LODR) Regulations, 2015 including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as “the Board”), the approval of the Members of the Company be and is hereby accorded for payment of remuneration to Mr. Vivek Sunil Panchmatiya (DIN: 07427929), Executive Director of the Company as set out in the explanatory statement attached hereto, for the remaining term until revised and further with other terms and conditions remaining unchanged as per the explanatory statement of resolution passed for his appointment as Executive Director with the power to the Board of Directors to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company;

RESOLVED FURTHER THAT subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Vivek Sunil Panchmatiya (DIN: 07427929) as set out in the explanatory statement attached hereto, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be deemed necessary expedient and incidental thereto to give effect to the above resolution.”

By the Order of Board of
Directors
**Poojawestern
Metaliks Limited**

**SD/-
Sunil Devram
Panchmatiya**
Chairman & Managing
Director
DIN: 02080742

Place: Jamnagar
Date: September 02, 2025

IMPORTANT NOTES

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual 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 April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and Circular No. 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and latest being 09/2023 dated September 25, 2023 (“MCA Circulars”) and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 issued by the Securities Exchange Board of India (“SEBI Circular”) prescribing the procedures and manner of conducting the Annual General Meeting through VC/OVAM. In terms of the said circulars, the 9th AGM of the Company is being held through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 15 and available at the Company’s website: <https://poojajmetal.com/>.

- Information regarding appointment/re-appointment of Directors and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed hereto.
- In view of the ‘Green Initiatives in Corporate Governance’ introduced by MCA and in terms of the provisions of the Act, Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register/ update their email addresses with their Depository Participant(s).
- Pursuant to the Circular No. 14/2020 dated April 08, 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.
- The Members can join the AGM in the VC/OAVM mode 15 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.

6. 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.
7. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”), as revised with effect from April 01, 2024, read with Clarification / Guidance on applicability of Secretarial Standards 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
8. Pursuant to the provisions of Section 113 of the Act, Body Corporates/ Institutional / Corporate members intending for their authorised representatives to attend the meeting are requested to send to the Company, on poojametals@gmail.com with a copy marked to scsandcollp@gmail.com and evoting@nsdl.co.in from their registered Email ID a scanned copy (PDF / JPG format) of certified copy of the Board Resolution / Authority Letter authorising their representative to attend and vote on their behalf at the meeting.
9. In line with the Ministry of Corporate Affairs Circulars, the Notice calling the AGM has been uploaded on the website of the Company at <https://poojametal.com/>. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at <https://www.bseindia.com/> 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.
10. Members seeking any information with regard to accounts are requested to write to the Company atleast 10 days before the meeting so as to enable the management to keep the information ready.
11. The Register of Directors’ and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the

Directors are interested under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode.

12. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto;
13. Pursuant to regulation 44(6) of the SEBI Listing Regulations, as amended, the Company is providing VC / OAVM facility to its members to attend the AGM.
- 14. Process and manner for Members opting for voting through Electronic means:**
 - i. 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time 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 e-voting on the date of the AGM will be provided by NSDL.
 - ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, September 19, 2025, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
 - iii. A person who has acquired the shares and has become a Member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Friday, September 19, 2025, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.
 - iv. The remote e-voting will commence on Monday, September 22, 2025 at 9.00 a.m. and will end on Wednesday, September 24, 2025 at 5.00 p.m. During this period, the Members of the Company holding shares either in physical mode or in demat mode as on the Cut-off date i.e. Friday,

September 19, 2025 may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.

- v. Once the vote on a resolution is casted by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.
- vi. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Friday, September 19, 2025.
- vii. The Company has appointed M/s. SCS & Co LLP, Practising Company Secretaries (Membership No. ACS:41942; CP No:23630), to act as the Scrutiniser for remote e-voting as well as the e-voting on the date of the AGM, in a fair and transparent manner.
- viii. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).

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"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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. 2. 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

15. The procedure and instructions for remote e-voting are, as follows:

The remote e-voting period begins on September 22, 2025 at 09.00A.M. and ends September 24, 2025 at 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 record date (cut-off date) i.e. September 19, 2025, 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 September 19, 2025.

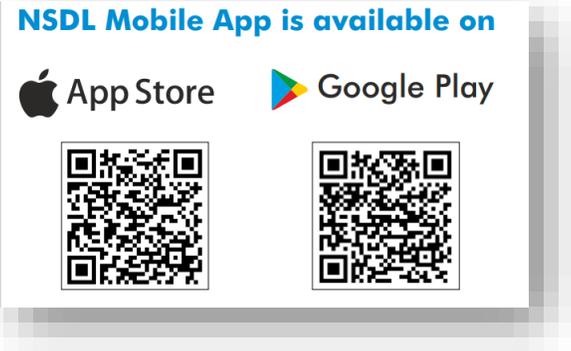
How do I vote electronically using NSDL e-Voting system?

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 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 advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

	<p>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.</p> <ol style="list-style-type: none"> 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.jsp. 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. 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. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div data-bbox="727 995 1308 1346" style="text-align: center;"> <p>NSDL Mobile App is available on</p>  </div>
<p>Individual Shareholders holding securities in demat mode with CDSL.</p>	<ol style="list-style-type: none"> 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. 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. 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.

	<p>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.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>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.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at 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?

- 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.
- 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, 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.
- 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*****.

<p>c) For Members holding shares in Physical Form.</p>	<p>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***</p>
<p>5. Password details for shareholders other than Individual shareholders are given below:</p> <ol style="list-style-type: none"> If you are already registered for e-Voting, then you can use your existing password to login and cast your vote. 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. How to retrieve your 'initial password'? <ol style="list-style-type: none"> 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'. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered. 	
<p>6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:</p> <ol style="list-style-type: none"> 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. Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com. 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. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL. 	
<p>7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.</p>	
<p>8. Now, you will have to click on "Login" button.</p>	
<p>9. After you click on the "Login" button, Home page of e-Voting will open.</p>	

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?

- 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.
- 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".
- Now you are ready for e-Voting as the Voting page opens.
- 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.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

- 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 scsandcollp@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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.com

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 poojametals@gmail.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 Aadhar Card) to poojametals@gmail.com.
3. If you are an Individual shareholder 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.**
4. 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.
5. 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 9TH AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the 9th AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the 9th AGM at the Registered Office of the Company or

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 9th 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 9TH AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members 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 link” placed under **“Join General meeting”** menu against company name. You are requested to click on VC/OAVM link placed under Join General 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.
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 at poojametals@gmail.com. The same will be replied by the company suitably.

6. For ease of conduct, Members who would like to ask questions may send their questions in advance at least seven (7) days before AGM mentioning their name, demat account number/folio number, email id, mobile number at poojametals@gmail.com and register themselves as a speaker.
7. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.
16. The Scrutinizer shall, after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting and count the same, and count the votes cast during the AGM, and shall make, not later than Two working days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Scrutinizer's decision on the validity of the votes shall be final.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.poojametal.com and on the website of NSDL www.evoting.nsdl.com within two working days of the passing of the Resolutions at the 9th Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

INFORMATION ON DIVIDEND:

- i). Members may note that the Board of Directors at its meeting held on May 27, 2025, has recommended a final dividend of INR 1.00/- per equity share for the financial year ended March 31, 2025. The final dividend, if approved at the AGM, will be paid on or before October 26, 2025 to those Members whose names are on the Company's Register of Members and to those whose names appear as Beneficial Owners as at the close of the business hours on Friday, September 19, 2025 as per the details to be furnished by the Depositories, viz. NSDL and CDSL for this purpose.
- ii). Dividends, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Accounts of the

Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend accounts shall also be transferred to IEPF. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.

- iii). In accordance with the provisions of the Income Tax Act, 1961 as amended by and read with the provisions of the Finance Act, 2020, with effect from April 1, 2020, dividend declared and paid by the Company is taxable in the hands of its Members and the Company is required to deduct tax at source (TDS) from dividend paid to the Members at the applicable rates.
- iv). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, valid PAN linked to Aadhaar and Category as per the IT Act with their Depository Participants ("DPs") or in case shares are held in physical form, with the Company.
- v). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non deduction of tax at source by e-mail to poojametals@gmail.com by Thursday, September 18, 2025. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose the shareholder may submit the above documents (PDF / JPG Format) by e-mail to poojametals@gmail.com. The aforesaid declarations and documents need to be submitted by the shareholders by Thursday, September 18, 2025.

- vi). In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.

CONTACT DETAILS

Company	Poojawestern Metaliks Limited Plot No.1, Phase II, GIDC, Dared, Jamnagar, Gujarat - 361004, India Tel. No.: +91 288 2730088 Email: poojametals@gmail.com Website: www.poojametal.com
Registrar and Transfer Agent	Bigshare Services Private Limited, Bigshare Services Pvt. Ltd ,1st floor, Bharat Tin works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai, Maharashtra,400059 Tel: 022 40430200 Email: investor@bigshareonline.com Website: www.bigshareonline.com
e-Voting Agency& VC / OAVM	Email: evoting@nsdl.com NSDL help desk 1800-222-990
Scrutinizer	M/s SCS and Co LLP, Ms. Anjali Sangtani (Membership No. A41942 C P No.: 23630) Partner Email: scsandcollp@gmail.com ; Mo No: +91 79 40051702

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard II on General Meetings)

Item No. 04:

To appoint M/s. Mittal V. Kothari & Associates, Practicing Company Secretary (COP: 17202), as Secretarial Auditor of the Company for a term of five (5) years: Ordinary Resolution

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 (“SEBI Listing Regulations”), on the basis of recommendation of Board of Directors, the Company shall appoint or re-appoint an individual as Secretarial Auditor for not more than one term of five consecutive years; or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of the shareholders in Annual General Meeting (“AGM”).

Based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. Mittal V. Kothari & Associates, Practicing Company Secretaries (COP: 17202) (Peer Review Certificate No. 4577/2023), as the Secretarial Auditors of the Company for a period of five consecutive financial years, commencing from the financial year 2025–26 and ending with the financial year 2029–30. The appointment is subject to the approval of shareholders at the ensuing Annual General Meeting (AGM), in accordance with applicable provisions of the Companies Act, 2013 and relevant rules framed thereunder.

In arriving at this recommendation, the Audit Committee and the Board undertook a comprehensive evaluation of M/s. Mittal V. Kothari & Associates, taking into account the firm’s proven track record in providing secretarial audit and compliance services across a broad spectrum of industries. Particular emphasis was placed on the firm's experience in handling complex corporate structures and its in-depth understanding of the regulatory environment.

Pursuant to Regulation 36(5) of SEBI Listing Regulations as amended, the credentials and terms of appointment of M/s. Mittal V. Kothari & Associates, Practicing Company Secretary are as under:

Profile: Mittal Kothari is the proprietor of Mittal V Kothari & Associates, a consultancy firm where she has over 8 years of experience in areas such as Company Law, LLP Law and SEBI Laws. Her expertise extends to handling assignments for listed companies, where she navigates the complexities of SEBI regulations related to insider trading, listing obligations, and corporate governance. She also conducts

meticulous secretarial audits, ensuring compliance with SEBI's guidelines on disclosures, investor protection, and prevention of fraudulent practices. She also provides advisory services to private companies on a wide range of corporate legal matters. Her in-depth knowledge of company law allows her to guide both private and public organizations on compliance, governance best practices, and strategic decision-making.

Term of appointment:

M/s Mittal V Kothari & Associates is proposed to be appointed for a term of 5 (five) consecutive years, to conduct the Secretarial Audit of 5 (five) consecutive financial years from 2025-26 to 2029-30.

Proposed Fees:

The proposed fees in connection with the secretarial audit shall for FY 2026 and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and M/s Mittal V Kothari & Associates. In addition to the secretarial audit, M/s Mittal V Kothari & Associates shall provide such other services in the nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditors.

The proposed fees are based on knowledge, expertise, industry experience, time and efforts required to be put in by them, which is in line with the industry benchmark. The fees for services in the nature of certifications and other professional work will be in addition to the secretarial audit fee as above and will be determined by the Board in consultation with the Secretarial Auditors.

Basis of recommendations:

The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regard to the full-time partners, secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

M/s. Mittal V. Kothari & Associates, have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. They have also confirmed that they are not disqualified to be appointed as Secretarial

Auditors in terms of provisions of the Act & Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company.

The Board of Directors of the Company recommends the resolution set out at Item No. 4 for approval of the Members as an Ordinary Resolution.

Item No. 5:

To approve revision in Remuneration payable to Mr. Sunil Devram Panchmatiya (DIN: 02080742), Chairman & Managing Director of the Company for his remaining term: Special Resolution:

Mr. Sunil Devram Panchmatiya (DIN: 02080742) is Director since inception of the Company. The members of the company at its Extra ordinary general meeting held on Thursday, May 18, 2017 had appointed Mr. Sunil Devram Panchmatiya (DIN: 02080742) as Chairman and Managing Director of the company for a period of 5 years w.e.f. May 05, 2017. Further, he was re-appointed by the members of the Company in their meeting held on September 29, 2022 for a further period of 5 years w.e.f. w.e.f. September 29, 2022.

On the recommendation of the Nomination and Remuneration Committee and looking to the contributions made by Mr. Sunil Devram Panchmatiya (DIN: 02080742) which helped the Company to grow at faster rate than past, the Board, in its meeting held on September 02, 2025, has considered approval of limit of remuneration, i.e. up to 11 Lakhs per annum w.e.f. September 01, 2025 with such increments as may be decided by the Board from time to time to be paid to Mr. Sunil Devram Panchmatiya for his remaining tenure as Chairman & Managing Director. The other terms and conditions of his appointment, as approved by the Shareholders shall remain unchanged.

Financial performance based on given indicators:

Particulars	Standalone		Consolidated	
	FY 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Revenue from operations	5036.57	6129.12	5036.58	6129.21
Other income	108.35	78.22	108.35	78.18
Total Income	5144.94	6207.34	5144.94	6207.39
Less: Total Expenses before Depreciation, Finance Cost and Tax	4678.90	5715.57	4678.90	5715.57
Operating Profits before Depreciation, Finance Cost and Tax	466.04	491.77	466.04	491.82
Less: Finance cost	150.85	143.25	150.85	143.25
Less: Depreciation	102.38	109.57	102.38	109.57

(Amount in lakhs)

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Sunil Devram Panchmatiya (DIN: 02080742), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in be Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable Regulations of SEBI (LODR) Regulations, 2015, remuneration payable to Mr. Sunil Devram Panchmatiya (DIN: 02080742), as Chairman & Managing Director is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is engaged in the business of brass Manufacturing and exporting premier quality sanitary fittings, plumbing, Brass Pipe inserts.

Date of commencement of commercial production:

The Commercial Production has been commenced since incorporation of the Company.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Profit / (Loss) Before Tax	212.81	238.95	212.81	239.00
Less: Current Tax	70.42	72.05	70.42	72.50
Less: MAT Credit	-	-	-	-
Less: Deferred Tax	(13.04)	(8.05)	(13.04)	(8.05)
Profit/ (Loss) after tax (PAT)	155.43	174.50	155.43	174.55
Earnings per Equity Share	1.53	1.72	1.53	1.72

Export performance and net foreign exchange: During the year under review, the Company have Rs. 2,463.76 lakhs export performance and Rs. 1765.83 Lakhs net foreign exchange expenditure.

Foreign Investment and collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2025 total holding of Foreign Shareholders was 32,903 Equity Shares.

Information about the Director:

Background Details: Mr. Sunil Devram Panchmatiya (DIN: 02080742), aged 58 years is Promoter-Chairman and Managing Director of the company. He holds a degree in Bachelor of Commerce (B.Com.). He has been the Director of our Company since incorporation. He has an experience of about more than 28 years in brass industry. At present he heads marketing division of our Company.

Past Remuneration: During the financial year 2024–25, Mr. Sunil Devram Panchmatiya (DIN: 02080742), Chairman & Managing Director, did not receive any remuneration or perquisites from the Company.

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Sunil Devram Panchmatiya (DIN: 02080742) is having wide experience of 28 years in brass industry. Mr. Sunil Devram Panchmatiya looking after overall operation of the Company.

Revised Terms and conditions of Remuneration:

1. Basic Salary up to Rs. 11.00 Lakhs per annum for the existing remaining term w.e.f. September 01, 2025;
2. Mr. Sunil Devram Panchmatiya (DIN: 02080742) will be paid perquisites and allowances like HRA, medical reimbursement, travelling allowances, club fees and other payments in the nature of perquisites and allowances as agreed by the Board of Directors, subject to overall ceiling of remuneration stipulated in sections 2(78) and 197 read with Schedule V to the Act.

Comparative remuneration profile with respect to Industry, Size of the company, Profile of the position and person: Taking into consideration the size of the Company, the profile of Mr. Sunil Devram Panchmatiya, the responsibilities shouldered by him and the

industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company or relationship with managerial personnel:

Mr. Sunil Devram Panchmatiya has pecuniary relationship to the extent he is promoter, Director and Shareholder of the Company.

He is Brother of Mr. Anil Devram Panchmatiya (Whole-time director) and Father of Mr. Vivek Sunil Panchmatiya Executive Director of the company.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of revision of remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for the existing term of Mr. Sunil Devram Panchmatiya (DIN: 02080742) until revised further with other terms and conditions remaining unchanged as per the resolution passed.

The Board of Directors is of the view that the revision of Remuneration payable to Mr. Sunil Devram Panchmatiya (DIN: 02080742), for the term as Chairman and Managing Director will be beneficial to the operations of the Company and the same is commensurate with his abilities and experience and accordingly recommends the Special Resolution at Item No. 05 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Sunil Devram Panchmatiya (DIN: 02080742) himself, and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

Item No. 6:
To approve revision in Remuneration payable to Mr. Anil Devram Panchmatiya (DIN: 02080763), Whole Time Director of the Company for his remaining term: Special Resolution:

Mr. Anil Devram Panchmatiya (DIN: 02080763), is Director since inception of the Company. The members of the company at its Extra ordinary general meeting held on May 18, 2017 had appointed Mr. Anil Devram Panchmatiya (DIN: 02080763) as Wholetime Director of the company for a period of 5 years w.e.f. May 18, 2017. The terms and conditions of appointment and remuneration of Mr. Anil Devram Panchmatiya (DIN: 02080763) as Whole Time Director of the Company was also approved by the Members of the Company in this Extra-Ordinary General Meeting. Further, he was re-appointed by the members of the Company in their meeting held on September 29, 2022 for a further period of 5 years w.e.f. September 29, 2022.

On the recommendation of the Nomination and Remuneration Committee and looking to the contributions made by Mr. Anil Devram Panchmatiya (DIN: 02080763) which helped the Company to grow at faster rate than past, the Board, in its meeting held on September 02, 2025, has considered approval of limit of remuneration, i.e. up to 11 Lakhs per annum w.e.f. September 01, 2025 with such increments as may be decided by the Board from time to time to be paid to Mr. Anil Devram Panchmatiya for his remaining tenure as Whole Time Director. The other terms and conditions of his appointment, as approved by the Shareholders shall remain unchanged.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Financial performance based on given indicators:

Particulars	Standalone		Consolidated	
	FY 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Revenue from operations	5036.57	6129.12	5036.58	6129.21
Other income	108.35	78.22	108.35	78.18
Total Income	5144.94	6207.34	5144.94	6207.39
Less: Total Expenses before Depreciation, Finance Cost and Tax	4678.90	5715.57	4678.90	5715.57
Operating Profits before Depreciation, Finance Cost and Tax	466.04	491.77	466.04	491.82
Less: Finance cost	150.85	143.25	150.85	143.25

(Amount in lakhs)

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Anil Devram Panchmatiya (DIN: 02080763), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in be Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable Regulations of SEBI (LODR) Regulations, 2015, remuneration payable to Mr. Anil Devram Panchmatiya (DIN: 02080763), as Whole Time Director is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;
General Information:

Nature of Industry: The Company is engaged in the business of brass Manufacturing and exporting premier quality sanitary fittings, plumbing, Brass Pipe inserts.

Date of commencement of commercial production: The Commercial Production has been commenced since incorporation of the Company.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.

Less: Depreciation	102.38	109.57	102.38	109.57
Profit / (Loss) Before Tax	212.81	238.95	212.81	239.00
Less: Current Tax	70.42	72.05	70.42	72.50
Less: MAT Credit	-	-	-	-
Less: Deferred Tax	(13.04)	(8.05)	(13.04)	(8.05)
Profit/ (Loss) after tax (PAT)	155.43	174.50	155.43	174.55
Earnings per Equity Share	1.53	1.72	1.53	1.72

Export performance and net foreign exchange:

During the year under review, the Company have Rs. 2,463.76 lakhs export performance and Rs. 1765.83 Lakhs net foreign exchange expenditure.

Foreign Investment and collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2025 total holding of Foreign Shareholders was 32,903 Equity Shares.

Information about the Director:

Background Details: Mr. Anil Devram Panchmatiya (DIN: 02080763), aged 65 years is Promoter- Whole Time Director of the company. He has been the Director of our Company since incorporation. He has an experience of about more than 25 years in brass industry. At present he heads production department of our Company.

Past Remuneration: During the financial year 2024–25, Mr. Anil Devram Panchmatiya (DIN: 02080763), Whole Time Director, did not receive any remuneration or perquisites from the Company.

Job Profile and his suitability: Mr. Anil Devram Panchmatiya (DIN: 02080763) is having wide experience of 25 years in the Brass Industry.

Terms and conditions of Remuneration: Revised Terms and conditions of Remuneration:

1. Basic Salary up to Rs. 11.00 Lakhs per annum for the existing remaining term w.e.f. September 01, 2025;
2. Mr. Anil Devram Panchmatiya (DIN: 02080763) will be paid perquisites and allowances like HRA, medical reimbursement, travelling allowances, club fees and other payments in the nature of perquisites and allowances as agreed by the Board of Directors, subject to overall ceiling of remuneration stipulated in sections 2(78) and 197 read with Schedule V to the Act.

Comparative remuneration profile with respect to Industry, Size of the company, Profile of the position and person:

Taking into consideration the size of the Company, the profile of Mr. Anil Devram Panchmatiya, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company or relationship with managerial personnel:

Mr. Anil Devram Panchmatiya has pecuniary relationship to the extent he is promoter, Director and shareholder of the Company.

He is Brother of Mr. Sunil Devram Panchmatiya (Chairman & Managing director) and Father of Mr. Meet Panchmatiya Executive Director.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of revised remuneration specified above are now being submitted to the Members for their approval. Further remuneration proposed above shall be valid for the existing term of Mr. Anil Devram Panchmatiya as a Whole Time Director until revised further with other terms and conditions remaining unchanged as per the resolution passed.

The Board of Directors is of the view that the revision in Remuneration payable to Mr. Anil Devram Panchmatiya (DIN: 02080763), for the term as Whole Time Director will be beneficial to the operations of the Company and the same is commensurate with his abilities and experience and accordingly recommends the Special Resolution at Item No. 06 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Anil Devram Panchmatiya (DIN: 02080763) himself, and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

Item No. 7: Adoption of new set of Articles of Association of the company: Special Resolution

The Articles of Association (“AOA”) of the Company presently in force were framed in line with the provisions of

the Companies Act, 2013. The Companies Act, 2013 has been amended frequently by way of notifications and amendment acts including Companies (Amendment), 2020. Similarly, securities laws including Securities and Exchange Board of India Act (SEBI Act) and Rules framed thereunder and have also undergone sea change by way of numerous circulars and notifications issued by SEBI and Central Government. Earlier, the Company had altered its Articles of Association to implement new provisions of Companies Act, 2013.

However, in view of frequent changes thereafter, it was thought fit by the Board of directors of the Company that certain clauses of the existing Articles of Association of the Company should be amended/modified and certain new clauses should also be inserted or replaced in place of existing clauses of Articles of Association to align the same with the prevailing provisions of the Act and Rules referred hereinabove. During this exercise of amendment of existing clauses and insertion of certain new clauses.

With the Company's operations expanding significantly in India and abroad, it has become necessary to comprehensively review and update the Articles of Association to align them with the provisions of the Companies Act, 2013 and the rules made thereunder, the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable SEBI regulations, enhanced corporate governance practices expected from listed entities, and to provide greater flexibility in internal management, including conduct of Board and shareholder meetings through electronic means, maintenance of statutory records in digital mode, and operational alignment with global subsidiaries.

Since the proposed amendments are extensive and would lead to numerous changes across the existing AOA, it is considered expedient to adopt an entirely new set of Articles of Association in substitution of the existing Articles.

A copy of the draft of the new Articles of Association of the Company is available for inspection by the Members at the Registered Office of the Company during business hours on all working days (except Saturdays, Sundays and public holidays) and is also available on the Company's website at <https://www.poojametal.com/>, up to the date of the Meeting.

The Board recommends the resolution set out in Item No. 7 of the Notice for the approval of the Members by way of a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding in the Company, if any.

Item No. 8:

To approve the Re-Appointment of Mr. Meet Panchmatiya (DIN: 08627877) as an Executive Director of the company: Special Resolution

The members of the company at its Annual general meeting held on September 14, 2021 had appointed Meet Panchmatiya (DIN: 08627877) as an Executive Director of the company for a period of 5 years w.e.f. November 12, 2020. The terms and conditions of appointment and remuneration of Meet Panchmatiya (DIN: 08627877) as an Executive Director of the Company was also approved by the Members of the Company in their Annual general meeting held on September 14, 2021.

Further, Board of Directors of the company at its meeting held on September 02, 2025 has, subject to the approval of members, reappointed Meet Panchmatiya (DIN: 08627877) as an Executive Director for a further period of five (5) years w.e.f. November 11, 2025, on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

It is proposed to seek the members' approval for the re-appointment of and remuneration payable to Mr. Meet Panchmatiya (DIN: 08627877) as an Executive Director in terms of the applicable provisions of the Act.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time to time, the minimum Remuneration payable to Mr. Meet Panchmatiya (DIN: 08627877), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Schedule V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable Regulations of SEBI (LODR) Regulations, 2015, the re-appointment of and remuneration payable to Mr. Meet Panchmatiya (DIN: 08627877) as an Executive Director is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is engaged in the business of brass Manufacturing and exporting premier quality sanitary fittings, plumbing, Brass Pipe inserts.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Date of commencement of commercial production:

The Company is already making the production.

Financial performance based on given indicators:

(Amount in lakhs)

Particulars	Standalone		Consolidated	
	FY 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Revenue from operations	5036.57	6129.12	5036.58	6129.21
Other income	108.35	78.22	108.35	78.18
Total Income	5144.94	6207.34	5144.94	6207.39
Less: Total Expenses before Depreciation, Finance Cost and Tax	4678.90	5715.57	4678.90	5715.57
Operating Profits before Depreciation, Finance Cost and Tax	466.04	491.77	466.04	491.82
Less: Finance cost	150.85	143.25	150.85	143.25
Less: Depreciation	102.38	109.57	102.38	109.57
Profit / (Loss) Before Tax	212.81	238.95	212.81	239.00
Less: Current Tax	70.42	72.05	70.42	72.50
Less: MAT Credit	-	-	-	-
Less: Deferred Tax	(13.04)	(8.05)	(13.04)	(8.05)
Profit/ (Loss) after tax (PAT)	155.43	174.50	155.43	174.55
Earnings per Equity Share	1.53	1.72	1.53	1.72

Export performance and net foreign exchange:

During the year under review, the Company have Rs. 2,463.76 lakhs export performance and Rs. 1765.83 Lakhs net foreign exchange expenditure.

Job Profile and his suitability: Mr. Meet's Capabilities as an accountable and entrepreneur enable him to diversify Poojawestern Metalik Limited's presence into different nations and thereby different horizons.

Foreign Investment and collaborations, if any:

No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2025 total holding of Foreign Shareholders was 32,903 Equity Shares.

Terms and conditions of Remuneration: Basic Salary up to Rs. 4.00 Lakhs per annum excluding perquisite mentioned hereunder for the existing term.

Information about the Director:

Background Details: Mr. Meet Panchmatiya (DIN: 08627877), aged 27 years is an Executive Director of the company. He is functioning as an administrator in the company. He looks after day-to-day routine operational activities of our Company.

Comparative remuneration profile with respect to Industry, Size of the company, Profile of the position and person: Taking into consideration the size of the Company, the profile of Mr. Meet Panchmatiya (DIN 08627877), the responsibilities shouldered by her and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Past Remuneration: In the Financial Year 2024-25, Mr. Meet Panchmatiya (DIN: 08627877) withdrew Rs. 3 Lakhs per annum as remuneration and perquisite as Executive Director.

Pecuniary relationship directly or indirectly with the company or relationship with managerial personnel:

Mr. Meet Panchmatiya (DIN 08627877) has pecuniary relationship to the extent he is in Promoter Group – Shareholders of the Company.

Further, he is son of Mr. Anil Devram Panchmatiya, Whole Time Director of the Company. In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act the re-appointment of Mr. Meet Panchmatiya (DIN 08627877) as Executive Director is now being placed before the Members for their approval.

The proposed remuneration, as detailed above, shall remain in force for the current tenure of Mr. Meet Panchmatiya, unless revised further. All other terms and conditions of his appointment shall remain unchanged, as previously approved by the Members.

The Board of Directors is of the view that the continued appointment of Mr. Meet Panchmatiya (DIN 08627877) as an Executive Director will be beneficial to the operations of the Company and the remuneration payable to him is commensurate with his abilities and experience and accordingly recommends the Special Resolution at Item No. 8 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Meet Panchmatiya (DIN 08627877) himself, Mr. Anil Panchmatiya, Mr. Sunil Panchmatiya and their relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

The Board recommends the Special Resolution as set out at item no. 08 for approval by the Members.

Item No. 9:

To approve revision in remuneration payable to Mr. Vivek Sunil Panchmatiya (DIN: 07427929), Executive Director of the Company for his remaining term: Special Resolution

Mr. Vivek Sunil Panchmatiya (DIN: 07427929) is Director since inception of the Company.

On the recommendation of the Nomination and Remuneration Committee and looking to the contributions made by Mr. Vivek Sunil Panchmatiya (DIN: 07427929) which helped the Company to grow at faster rate than past, the Board, in its meeting held on September 02, 2025, has considered approval of limit of remuneration, i.e. up to Rs. 4 Lakhs per annum w.e.f. September 01, 2025 with such increments as may be decided by the Board from time to time to be paid to Mr. Vivek Sunil Panchmatiya for his remaining tenure as Executive Director. The other terms and conditions of his appointment, as approved by the Shareholders shall remain unchanged.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time to time, the minimum Remuneration payable to Mr. Vivek Sunil Panchmatiya (DIN: 07427929), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable Regulations of SEBI (LODR) Regulations, 2015, remuneration payable to Mr. Vivek Sunil Panchmatiya (DIN: 07427929), as Executive Director is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is engaged in the business of brass Manufacturing and exporting premier quality sanitary fittings, plumbing, Brass Pipe inserts.

Date of commencement of commercial production:

The Commercial Production has been commenced since incorporation of the Company.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:
(Amount in lakhs)

Particulars	Standalone		Consolidated	
	FY 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Revenue from operations	5036.57	6129.12	5036.58	6129.21
Other income	108.35	78.22	108.35	78.18
Total Income	5144.94	6207.34	5144.94	6207.39
Less: Total Expenses before Depreciation, Finance Cost and Tax	4678.90	5715.57	4678.90	5715.57
Operating Profits before Depreciation, Finance Cost and Tax	466.04	491.77	466.04	491.82
Less: Finance cost	150.85	143.25	150.85	143.25
Less: Depreciation	102.38	109.57	102.38	109.57
Profit / (Loss) Before Tax	212.81	238.95	212.81	239.00
Less: Current Tax	70.42	72.05	70.42	72.50
Less: MAT Credit	-	-	-	-
Less: Deferred Tax	(13.04)	(8.05)	(13.04)	(8.05)
Profit/ (Loss) after tax (PAT)	155.43	174.50	155.43	174.55
Earnings per Equity Share	1.53	1.72	1.53	1.72

Export performance and net foreign exchange:

During the year under review, the Company have Rs. 2,463.76 lakhs export performance and Rs. 1765.83 Lakhs net foreign exchange expenditure.

Foreign Investment and collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2025 total holding of Foreign Shareholders was 32,903 Equity Shares.

Information about the Director:

Background Details: Mr. Vivek Sunil Panchmatiya (DIN: 07427929), aged 29 years is Promoter-Executive Director of the company. He holds a degree in Bachelor of Commerce (B.Com.). He has been the Director of our Company since incorporation. With a fresh perspective and dynamic approach, he contributes to the company's strategic growth and operational efficiency. His leadership and vision play a key role in driving innovation and expanding the company's market presence.

Past Remuneration: In the financial year 2024 - 25, Mr. Vivek Sunil Panchmatiya (DIN: 07427929), Executive Director, withdrew Rs. 3 Lakhs per annum as remuneration and perquisite as Executive Director.

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Vivek Sunil Panchmatiya (DIN: 07427929) is having wide experience of more than 8 years in brass industry. As an Executive Director of the Company, he contributes to the company's

strategic growth and operational efficiency. His leadership and vision play a key role in driving innovation and expanding the company's market presence, he is a fit and proper person as the Executive Director of the Company.

Revised Terms and conditions of Remuneration:

Basic Salary up to Rs. 4.00 Lakhs per annum excluding perquisite mentioned hereunder for the existing term.

Comparative remuneration profile with respect to Industry, Size of the company, Profile of the position and person: Taking into consideration the size of the Company, the profile of Mr. Vivek Sunil Panchmatiya, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company or relationship with managerial personnel:

Mr. Vivek Sunil Panchmatiya has pecuniary relationship to the extent he is director of the Company. He is the son of Mr. Sunil Devram Panchmatiya (Chairman & Managing director).

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of revision of remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for the existing term of Mr. Vivek Sunil Panchmatiya

(DIN: 07427929) until revised further with other terms and conditions remaining unchanged as per the resolution passed.

The Board of Directors is of the view that the revision of Remuneration payable to Mr. Vivek Sunil Panchmatiya (DIN: 07427929), for the term as Executive Director will be beneficial to the operations of the Company and the same is commensurate with his abilities and experience and accordingly recommends the Special Resolution at Item No. 09 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Vivek Sunil Panchmatiya (DIN: 07427929) himself, and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

By the Order of Board of Directors
Poojawestern Metaliks Limited

SD/-
Sunil Devram Panchmatiya
Chairman & Managing Director
DIN: 02080742

Place: Jamnagar
Date: September 02, 2025

ANNEXURE TO THE NOTICE

Details of Director Retiring by Rotation/ Seeking Appointment/ Re-Appointment at the ensuing Annual General Meeting
{Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; Secretarial Standards on General Meetings}

Particulars	Mr. Vivek Sunil Panchmatiya	Mr. Meet Panchmatiya
DIN	07427929	08627877
Age	29 Years	27 years
Nationality	Indian	Indian
Date of original appointment	November 09, 2016	November 12, 2020
Date of current designation	November 09, 2016	November 12, 2020
Terms & Conditions	Liable to retire by rotation	Liable to retire by rotation
Educational Qualifications	B.com Graduate	B.com Graduate
Expertise in specific functional areas - Job profile and suitability	He is functioning as an administrator in the company. He looks after day to day routine operational activities of our Company.	He is functioning as an administrator in the company. He looks after day to day routine operational activities of our Company.
Remuneration last drawn	3,00,000 /- P.A.	3,00,000 /- P.A.
Remuneration sought to be paid	4,00,000 /- P.A.	4,00,000 /- P.A.
Number of Board Meetings attended during the Financial Year 2024-25	10 out of 10	10 out of 10
Shareholding in the Company as on March 31, 2025	2,79,643 Equity Shares	2,39,708 Equity Shares
Directorships held in other Companies as on March 31, 2025	Sierra Automation Private Limited (CIN: U28995GJ2019PTC111159) Macwood Hospitality Private Limited (CIN: U55101GJ2024PTC149424)	Sierra Automation Private Limited (CIN: U28995GJ2019PTC111159)
Chairman / Member of the Committees* of the Board of Directors of the Public Company	Membership-0 Chairmanship-0	Membership-0 Chairmanship-0
Inter-se relationship with other Directors [^]	1. Son of Mr. Sunil Panchmatiya 2. Brother of Mr. Meet Panchmatiya	1. Son of Mr. Anil Panchmatiya 2. Brother of Mr. Vivek Panchmatiya
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19	Mr. Vivek Sunil Panchmatiya is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.	Mr. Meet Panchmatiya is not debarred from holding the office of director pursuant to any SEBI order or any other such authority

*Committee includes the Audit Committee and Stakeholders' Grievance Committee

[^] In accordance with SEBI (ICDR) Regulations, 2009 and the Companies Act, 2013.

ANNEXURE TO THE NOTICE

Details of Director Retiring by Rotation/ Seeking Appointment/ Re-Appointment at the ensuing Annual General Meeting
(Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; Secretarial Standards on General Meetings)

Particulars	Mr. Sunil Devram Panchmatiya	Mr. Anil Devram Panchmatiya
DIN	02080742	02080763
Age	58 Years	65 years
Nationality	Indian	Indian
Date of original appointment	November 09, 2016	November 09, 2016
Date of current designation	May 18, 2017	May 18, 2017
Terms & Conditions	Liable to retire by rotation	Liable to retire by rotation
Educational Qualification	B.com Graduate	B.com Graduate
Expertise in specific functional areas - Job profile and suitability	He has an experience of about more than 28 years in brass industry. At present he heads marketing division of our Company	He has been the Director of our Company since incorporation. He has an experience of about more than 28 years in brass industry. At present he heads production department of our Company.
Remuneration last drawn	Mr. Sunil Devram Panchmatiya has not drawn remuneration in last year.	Mr. Anil Devram Panchmatiya has not drawn remuneration in last year.
Remuneration sought to be paid	11.00 Lakhs P.A.	11.00 Lakhs P.A.
Number of Board Meetings attended during the Financial Year 2024-25	10 out of 10	10 out of 10
Shareholding in the Company as on March 31, 2025	18,59,115 Equity Shares	16,18,481 Equity Shares
Directorships held in other Companies as on March 31, 2025	Macwood Hospitality Private Limited (CIN: U155101GJ2024PTC149424) Pooja Brass & Copper Recycling Private Limited (CIN: U27105GJ2007PTC049788)	Pooja Brass & Copper Recycling Private Limited (CIN: U27105GJ2007PTC049788)
Chairman / Member of the Committees* of the Board of Directors of the Public Company	Membership-1 Chairmanship-0	Membership-1 Chairmanship-0
Inter-se relationship with other Directors[^]	1. Brother of Mr. Anil Panchmatiya 2. Father of Mr. Vivek Panchmatiya	1. Brother of Mr. Sunil Panchmatiya 2. Father of Meet Panchmatiya
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19	Mr. Sunil Devram Panchmatiya is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.	Mr. Anil Devram Panchmatiya is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.

*Committee includes the Audit Committee and Stakeholders' Grievance Committee

[^] In accordance with SEBI (ICDR) Regulations, 2009 and the Companies Act, 2013

By the Order of Board of Directors
Poojawestern Metaliks Limited

SD/-
Sunil Devram Panchmatiya
Chairman & Managing Director
DIN: 02080742

Place: Jamnagar
Date: September 02, 2025