Manufacturers & Exporters of E.R.W. STEEL TUBES - PIPES (BLACK & GALVANISED)

CIN: L27105TN1985PLC011566

Regd. & Head Office: No. 163/1, K.SONS COMPLEX II FLOOR, BROADWAY,

CHENNAI - 600 108. INDIA Website : www.crmetal.in Phone :044-25240393 / 25240559

#### **NOTICE**

**NOTICE** is hereby given that the 41st Annual General Meeting of the Members of CRIMSON METAL ENGINEERING COMPANY LIMITED will be held on Monday, 29/09/2025 at 11:30 AM through video conferencing (VC)/other audio visual means (OAVM) deemed to be held at 163/1 Prakasam Road Broadway, Chennai - 600108, Tamil Nadu to transact the following business:

#### **ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the audited Financial Statements of the company for the period ended 31st March, 2025 together with Report of the Board of Directors and Auditors thereon:
- 2. To reappoint the director Mr. Vinay Kumar Goyal, DIN No: 00134026 who retires by rotation and being eligible offers himself for re-appointment.

#### **SPECIAL BUSINESS:**

3. To Re-appoint Mr. Vinay Kumar Goyal, DIN No: 00134026 as Managing Director of the Company.

To consider and, if thought fit, to pass with or without modification the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V to the Companies Act, 2013, the consent of the members be and is hereby accorded to re-appoint Mr. Vinay Kumar Goyal, DIN No: 00134026, as Managing Director of the Company to hold office for the period of three years from August 01, 2025 to July 31, 2028, as recommended by the Nomination & Remuneration Committee & Board of Directors in its meeting held on August 12, 2025, on a NIL remuneration, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Vinay Kumar Goyal, subject to the same not exceeding the limit specified under Schedule V to the Companies Act, 2013 or any statutory modifications or re-enactment thereof."

**RESOLVED FURTHER THAT** any of the directors and/or Ms. Divya Arora, Company Secretary of the company be and is hereby severally authorized to do all such acts, deeds, and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution including filing of the necessary E-forms with the ROC, Tamil Nadu."

4. To reappoint Ms. Uma Rajaram DIN No: 07029264 as Whole time Director of the Company.

To consider and, if thought fit, to pass with or without modification the following Resolution as an Ordinary Resolution:

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"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V to the Companies Act, 2013, the consent of the members be and is hereby accorded to re-appoint Ms. Uma Rajaram DIN No: 07029264, as Whole Time Director of the Company to hold office for the period of five years from September 29, 2025 to September 28, 2030 as recommended and approved by the Nomination & Remuneration Committee & Board of Directors in its meeting held on August 12, 2025, on a monthly remuneration inclusive of all allowances and perqusites, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Ms. Uma Rajaram , subject to the same not exceeding the limit specified under Schedule V to the Companies Act, 2013 or any statutory modifications or reenactment thereof."

**RESOLVED FURTHER THAT** any of the directors and/or Ms. Divya Arora, Company Secretary of the company be and is hereby severally authorized to do all such acts, deeds, and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution including filing of the necessary E-forms with the ROC, Tamil Nadu."

5. To reappoint Mr. Chandrakesh Pal, DIN No: 07277936 as Whole time Director of the Company.

To consider and, if thought fit, to pass with or without modification the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V to the Companies Act, 2013, the consent of the members be and is hereby accorded to re-appoint Mr. Chandrakesh Pal, DIN No: 07277936, as Whole Time Director of the Company to hold office for the period of five years from November 14, 2025 to November 13, 2030 as recommended by the Nomination & Remuneration Committee and Board of Directors in its meeting held on August 12, 2025, on a monthly remuneration inclusive of all allowances and perqusites, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Chandrakesh Pal, subject to the same not exceeding the limit specified under Schedule V to the Companies Act, 2013 or any statutory modifications or re-enactment thereof."

**RESOLVED FURTHER THAT** any of the directors and/or Ms. Divya Arora, Company Secretary of the company be and is hereby severally authorized to do all such acts, deeds, and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution including filing of the necessary E-forms with the ROC, Tamil Nadu."

6. To appoint APAC & Associates LLP, Company Secretaries for Financial Year 2024-25 and for a term of five (5) consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30.

To consider and, if thought fit, to pass with or without modification the following Resolution as an Ordinary Resolution:

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"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and applicable provisions of SEBI (LODR) Regulations, 2015 and on the recommendation of Board of Directors & Audit Committee, including any amendments thereto for the time being in force, the consent of the members be and is hereby accorded to appoint APAC & Associates LLP, Company Secretaries as the Secretarial Auditor of the Company to conduct secretarial audit of the Company for Financial Year 2024-25 and for a term of five (5) consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30, and the Board of Directors, be and are hereby authorized to fix the remuneration from time to time as agreed mutually.

**RESOLVED FURTHER THAT** any director of the company be and is hereby authorized to file necessary forms with the Registrar of Companies and do all such acts, deeds and things as may be necessary or incidental in this connection."

By Order of the Board of Directors
For CRIMSON METAL ENGINEERING COMPANY LIMITED

Date: August 12, 2025

Place: New Delhi

Divya Arora

**Company Secretary & Compliance Officer** 

M. No.: A71348

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#### **NOTES:**

- The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act")
  and applicable provisions of the SEBI (Listing obligation and Disclosure Requirement),
  Regulations, 2015, [SEBI (LODR), 2015] setting out the material facts with respect to the
  Special Businesses set out in the Notice is annexed hereto and forms part of this Notice.
- 2. Ministry of Corporate Affairs, Government of India ("MCA") issued General Circular Nos. 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023 and 09/2024 dated May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024, respectively, ("MCA Circulars") allowing, inter-alia, conducting of AGMs through Video Conferencing / Other Audio-Visual Means ("VC / OAVM") facility on or before September 30, 2025, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October 2023 ("SEBI Circular") has provided certain relaxations from compliance with certain regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
- 3. 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), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars issued 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided. Members may note that CDSL may use third party service provider for providing participation of the members through VC/ OAVM facility.
- 4. The Members may join the AGM by using VC/OAVM facility 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 to at least 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.
- 5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

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- 6. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 05, 2022, issued by the Ministry of Corporate Affairs ("MCA Circulars"), the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However (in pursuance of section 113 of the act) the corporate members intending to send their authorized representatives to attend the AGM through VC/OAVM are requested to send a certified copy of the board resolution/ power of attorney authorizing their representative to attend and cast their votes through e-voting at <a href="mailto:Chetan.gupta@apacandassociates.com">Chetan.gupta@apacandassociates.com</a> or <a href="mailto:investorgrievance@crmetal.in">investorgrievance@crmetal.in</a>.
- 7. In line with the MCA Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <a href="www.crmetal.com">www.crmetal.com</a>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at <a href="www.bseindia.com">www.bseindia.com</a>. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <a href="www.evotingindia.com">www.evotingindia.com</a>.
- 8. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will be closed from **Tuesday, September 23, 2025,** to **Monday, September 29, 2025** (both days inclusive) for the purpose of AGM.
- Section 160 of the Companies Act, 2013 and Secretarial Standards on General Meetings (SS-2), details in respect of Directors seeking appointment/reappointment of Directorship at 41<sup>st</sup> AGM of the Company to be held on September 29, 2025 provided in this Notice.
- 10. In accordance with the provisions of Section 101 of the Companies Act, 2013 (the "Act") read with Rule 18 of the Companies (Management and Administration) Rules, 2014, the Annual Report for FY 2024-25 is being sent through electronic mode only to the Members whose email addresses are registered with the Company / Depository Participant(s), unless any member has requested for a physical copy of the report.
- 11. With a view to using natural resources responsibly, we request shareholders to register/update their e-mail addresses :
  - in respect of electronic shareholding through their respective Depository Participants.
  - in respect of physical shareholding by sending a request to the Company's Share Transfer
    Agent at Skyline Financial Services Private Limited, mentioning therein the Company's
    name i.e., Crimson Metal Engineering Company Limited, their folio number and e-mail
    address.
- 12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members

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holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their Demat Accounts. Members holding shares in physical form should submit their PAN to the Company / Registrar. As per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for registration of transfer of shares, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to Skyline Financial Services Private Limited.

13. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, change of address, change of name, e-mail address, contact numbers etc. to their respective Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's record which will help the Company and the Company's Registrars and Transfer's Agents, M/s. Skyline Financial Services Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Company's Registrars and Transfer's Agent.

#### SKYLINE FINANCIAL SERVICES PVT LTD,

Regd. & Corporate Office: D-153A, Ist Floor, Okhla Industrial Area, Phase-1, New Delhi - 110 020

Tel: 011- 40450193-97;

Website: www.skylinerta.com; Email: info@skylinerta.com

- 14. Pursuant to the directions of the Securities and Exchange Board of India (SEBI), trading in the shares of the Company should be in compulsory dematerialized form. Members, who have not yet got their shares dematerialized, are requested to opt for the same in their own interest and send their share certificates through Depository Participant (s) with whom they have opened the dematerialization account to the Company's Registrar appointed with effect from 1<sup>st</sup> April, 2014.
- 15. In case of the joint holders attending the Meeting, the Members whose name appears as the first holder in order of the names as per the Register of Members of the Company will be entitled to vote.
- 16. Members may note that the Annual Report for FY 2024-25 as circulated to the members of the Company is also available on the Company's website www.crmetal.com.
- 17. In case you have any query relating to the enclosed Annual Accounts you are requested to send the same to the Company Secretary & Compliance Officer at the Registered office of the Company or on email Id: <a href="mailto:investorgrievance@crmetal.in">investorgrievance@crmetal.in</a> at least 10 days before the date of Annual General Meeting so as to enable the management to keep the information ready at the meeting.
- 18. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. The said forms are attached to this Annual Report.

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Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the Company at <a href="mailto:investorgrievance@crmetal.in">investorgrievance@crmetal.in</a> in case the shares are held in physical form, quoting your folio number.

Additional information on Directors/Auditor recommended for appointment/re-appointment as required under Regulation 36(3) & 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard — II issued by the Institute of Company Secretaries of India.

Name of Director	Mr. Vinay Kumar Goyal	Mr. Chandrakesh	Ms. Uma Rajaram	
Nationality	<u> </u>			
•	Indian	Indian	Indian	
Date of Birth	30.04.1968	20.05.1976	10.06.1965	
Date of Appointment	14.09.1996	23.12.2015	28.09.2015	
Experience (Yrs)	More than 38 years	More than 8 years	More than 20 years	
Expertise in specific	Technical experience	Technical expertise	Technical	
functional Area	in steel pipes and its related products related products		expertise in steel pipes and its related products	
Qualification	Bachelor in	Bachelor in Arts	Bachelor in	
	Commerce		Commerce	
Directorship held in other listed companies in India	NA	NA	NA	
Disclosure of relationships between directors inter-se	NA	NA	NA	
Membership of Committees held in other listed companies in India	NA NA		NA	
No. of Equity shares held in the Company	1,20,572	NA	NA	
Terms & Conditions of appointment	As per the appointment letter	As per the appointment letter	As per the appointment letter	

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- 19. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
- 20. All the documents referred to in the Notice and Explanatory Statement will be available for inspection by the Members at the Registered/Corporate Office of the Company during the business hours on all working days from the date hereof up to the time of the Meeting.

#### 21. Other Instructions:

The e-voting period commences on 26<sup>th</sup> September, 2025. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on 22<sup>nd</sup> September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.

- A) This Notice is being sent to all the Members whose names appear as on Friday, August 29, 2025, in the Register of Members or in the Register of beneficial owners as received from M/s Skyline Financial Services Private Limited, the RTA of the Company.
- B) A person whose name is recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories as on September 22, 2025 i.e. Cut-Off date only shall be entitled to avail the facility of remote e-voting. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as of the Cut-Off date.
- C) The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on 22<sup>nd</sup> September, 2025.
- D) APAC & Associates, LLP (Unique ICSI Code.: P2011DE025300), has been appointed as Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
- E) The Scrutinizer shall, after the conclusion of voting at AGM, will first count the vote cast at the meeting and thereafter unblock the vote cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the Company or any other person authorized by him in writing who shall countersign the same.

The Results declared along with the Scrutinizer's Report will be placed on the Company's website viz. <a href="www.crmetal.com">www.crmetal.com</a> and also on the website of Skyline Financial Services Private Limited viz. <a href="https://www.evotingindia.com/">https://www.evotingindia.com/</a> and also will be communicated to BSE Limited,

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where the shares of the Company are listed immediately after the result is declared by the Managing Director or any other person authorized by him.

# 22. THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- **Step 1**: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- **Step 2**: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on September 26, 2025 at (9:00 A.M. IST) and ends on September 28, 2025 at (5:00 P.M. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 22, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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<u>Step 1 Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.</u>

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of Login Method		
shareholders	205	
Silarcifolders		
Individual Shareholders holding securities in Demat mode	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.	
with CDSL Depository	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.	
	3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.	
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting	

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link available on <a href="www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual
Shareholders
holding
securities in
demat mode
with NSDL
Depository

- 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- 2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>
- 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 name and you will be redirected to e-

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CHENNAI - 600 108. INDIA Website : www.crmetal.in Phone :044-25240393 / 25240559

Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

4) For OTP based login you can click

on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual
Shareholders
(holding
securities in
demat mode)
login through
their
Depository
Participants
(DP)

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

<u>Important note:</u> Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

<u>Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL</u>

Login type	Helpdesk details
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911

Manufacturers & Exporters of E.R.W. STEEL TUBES - PIPES (BLACK & GALVANISED)

CIN: L27105TN1985PLC011566

Regd. & Head Office: No. 163/1, K.SONS COMPLEX II FLOOR, BROADWAY,

CHENNAI - 600 108. INDIA Website : www.crmetal.in Phone :044-25240393 / 25240559

Individual Shareholders	Members facing any technical issue in login
holding securities in Demat	can contact NSDL helpdesk by sending a
mode with <b>NSDL</b>	request at evoting@nsdl.co.in or call at : 022 -
	4886 7000 and 022 - 2499 7000

**Step 2**: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for e-Voting and joining virtual meetings for **Physical shareholders** and shareholders other than individual holding in Demat form.
  - 1) The shareholders should log on to the e-voting website <u>www.evotingindia.com</u>.
  - 2) Click on "Shareholders" module.
  - 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to <a href="https://www.evotingindia.com">www.evotingindia.com</a> and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual		
	shareholders holding shares in Demat.		
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax		
	Department (Applicable for both demat shareholders as well		
	as physical shareholders)		
	<ul> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>		
Dividend	Enter the Dividend Bank Details or Date of Birth (in		
Bank	dd/mm/yyyy format) as recorded in your demat account or		
Details	in the company records in order to login.		

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OR Date	•	If both the details are not recorded with the	
of Birth		depository or company, please enter the member id	
(DOB)	/ folio number in the Dividend Bank details field.		

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for evoting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

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# (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <a href="https://www.evotingindia.com">www.evotingindia.com</a> and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to <a href="https://helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the
  relevant Board Resolution/ Authority letter etc. together with attested specimen
  signature of the duly authorized signatory who are authorized to vote, to the
  Scrutinizer and to the Company at the email address viz;
  Chetan.gupta@apacandassociates.com (designated email address by company), if
  they have voted from individual tab & not uploaded same in the CDSL e-voting
  system for the scrutinizer to verify the same.

# INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- **1.** The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- 2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for evoting.
- **3.** Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- **4.** Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- **5.** Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- **6.** 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.

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- 7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast two working days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance two working days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
- **8.** Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- **9.** Only those shareholders, who are present in the AGM/EGM 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 available during the EGM/AGM.
- 10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

# PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- For Physical shareholders- please provide necessary details like 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 Company/RTA email id.
- 2. For Demat shareholders, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
- 3. For Individual Demat shareholders Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or call toll free no. 1800 21 09911.

By order of the Board of Directors

Manufacturers & Exporters of E.R.W. STEEL TUBES - PIPES (BLACK & GALVANISED)

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Date: August 12, 2025

Place: New Delhi

For Crimson Metal Engineering Company Limited

**Divya Arora** 

**Company Secretary & Compliance Officer** 

M. No.: A71348

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# EXPLANATORY STATEMENT WITH RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

# <u>Item No.3 - To Re-appoint Mr. Vinay Kumar Goyal, DIN 00134026 as Managing Director of the Company:</u>

The tenure of Mr. Vinay Kumar Goyal has expired on July 31, 2025 and pursuant to the provisions of sections 196,197 and 203 read with schedule V and all other applicable provisions of the Companies Act, 2013 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 based on recommendation of Nomination and Remuneration Committee and Board of Directors, Mr. Vinay Kumar Goyal, DIN: 00134026 was re-appointed as managing director to hold office for a period of 3 Years commencing from August 1, 2025 to July 31, 2028, by the Board of Directors in the Board Meeting held on August 12, 2025 subject to approval of members in ensuing Annual General Meeting.

Mr. Vinay Kumar Goyal will be re-appointed as Managing Director of the Company for a period of three years. He has helped the company in achieving greater heights in terms of turnover and the profitability of the company with his rich experience in the field of steel industry. His re-appointment will benefit the company in many ways. The Board of directors at their meeting held on August 12, 2025 has reappointed Mr. Vinay Kumar Goyal as Managing Director subject to the approval of the members in the Annual General Meeting by way of Ordinary Resolution for a further period of three years w.e.f.01.08.2025 at the remuneration as recommended by the Nomination and Remuneration Committee at its meeting held on August 12, 2025 as detailed in the resolution available in the notice of AGM.

#### Details as required in clause (iv) of Section II, Part II of Schedule V of the Companies Act 2013

### **General Information: -**

- 1) Nature of Industry: Manufacturers of Steel Pipes
- 2) Date of Commencement of business: The Company had commenced its business from the date of its inception.
- 3) Financial Performance:

Particulars	FY 2024-25	FY 2023-24
Revenue from operation	956.66	827.70
Other income	7.60	4.05
Total revenue	964.26	831.74
Less: Depreciation and Amortization expenses	206.60	182.37
Less: Other expenses	739.5	631.27
Total expenses	946.10	813.64
Profit/Loss before tax	18.16	18.10
Less: Current tax	-	-
Less: Adjustment of earlier year	-	-
Less: Deferred tax (Liability/Asset)	4.69	151.39

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Profit/Loss after tax	13.48	(133.29)
Earnings Per Share:	0.30	(3.01)
Basic and diluted		

4) Foreign investment or collaborators, if any: NIL

Information about Mr. Vinay Kumar Goyal

NAME OF DIRECTOR	VINAY KUMAR GOYAL
DIN	00134026
AGE	57
ORIGINAL DATE OF APPOINTMENT	14/09/1996
EXPERIENCE IN YEARS	38 YEARS
EXPERTISE IN SPECIFIC FUNCTIONAL AREA	TECHNICAL EXPERTISE IN
	MANUFACTURING OF
	STEEL PIPES AND ITS
	RELATED PRODUCTS
QUALIFICATION	BACHELOR IN
	COMMERCE
NO. OF SHARES AS ON 31.03.2025	1,20,572
DIRECTORSHIP IN OTHER PUBLIC COMPANIES	NIL
CHAIRMAN/MEMBER OF COMMITTEES OF OTHER COMPANY	NIL
RELATIONSHIP WITH ANY OTHER DIRECTOR	NIL

1) Background details: Promoter and has rich experience in manufacturing of Steel pipes.

2) Past remuneration: 3,00,000/- per month exclusive of perquisites and other allowances.

3) Recognition or awards: Nil

4) Job profile and his suitability: Managing Director w.e.f. 14.09.1996

5) Remuneration proposed: NIL.

6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: Only minimum remuneration proposed to managerial personnel and comparatively lower than any other company in the same industry and with the same kind of operation

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7) Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any: Mr. Vinay Kumar Goyal is holding 1,20,572 shares comprising 2.72% in the paid up capital of the company as on March 31, 2025 and is not related to any other directors on the board.

Except Mr. Vinay Kumar Goyal, none of the other Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution as set out at item no. 3 for approval by the Members.

#### Item No.4 - To reappoint Ms. Uma Rajaram DIN 07029264 as Whole time Director of the Company:

The tenure of Ms. Uma Rajaram will expire on September 28, 2025 and pursuant to the provisions of sections 196,197 and 203 read with schedule V and all other applicable provisions of the Companies Act, 2013 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 based on recommendation of Nomination and Remuneration Committee and Board of Directors, Ms. Uma Rajaram, DIN: 07029264 was re-appointed as whole time director to hold office for a period of five years commencing from September 29, 2025 to September 28, 2030, by the Board of Directors in the Board Meeting held on August 12, 2025 subject to approval of members in ensuing Annual General Meeting.

Ms. Uma Rajaram will be re-appointed as Whole Time Director of the Company for a period of five years. She has helped the company in achieving greater heights in terms of turnover and the profitability of the company with her rich experience in the field of steel industry. Her re-appointment will benefit the company in many ways. The Board of directors at their meeting held on August 12, 2025, has reappointed Ms. Uma Rajaram as Whole Time Director subject to the approval of the members in the Annual General Meeting by way of Ordinary Resolution for a further period of five years w.e.f. 29.09.2025 at the remuneration as recommended by the Nomination and Remuneration Committee at its meeting held on August 12, 2025, as detailed in the resolution available in the notice of AGM.

#### Details as required in clause (iv) of Section II, Part II of Schedule V of the Companies Act 2013

#### **General Information: -**

- 1) Nature of Industry: Manufacturers of Steel Pipes
- 2) Date of Commencement of business: The Company had commenced its business from the date of its inception.
- 3) Financial Performance:

Particulars	FY 2024-25	FY 2023-24
Revenue from operation	956.66	827.70
Other income	7.60	4.05
Total revenue	964.26	831.74
Less: Depreciation and Amortization expenses	206.60	182.37
Less: Other expenses	739.5	631.27

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Total expenses	946.10	813.64
Profit/Loss before tax	18.16	18.10
Less: Current tax	-	-
Less: Adjustment of earlier year	-	-
Less: Deferred tax (Liability/Asset)	4.69	151.39
Profit/Loss after tax	13.48	(133.29)
Earnings Per Share:	0.30	(3.01)
Basic and diluted		

4) Foreign investment or collaborators, if any: NIL

#### Information about Ms. Uma Rajaram

NAME OF DIRECTOR	UMA RAJARAM
DIN	07029264
AGE	60
ORIGINAL DATE OF APPOINTMENT	28/09/2015
EXPERTISE IN SPECIFIC FUNCTIONAL AREA	TECHNICAL EXPERTISE IN
	STEEL PIPES AND ITS
	RELATED PRODUCTS
QUALIFICATION	BACHELOR IN COMMERCE
EXPERIENCE IN YEARS	20 YEARS
NO. OF SHARES AS ON 31.03.2025	0
DIRECTORSHIP IN OTHER PUBLIC COMPANIES	NIL
CHAIRMAN/MEMBER OF COMMITTEES OF OTHER COMPANY	NIL
RELATIONSHIP WITH ANY OTHER DIRECTOR	NIL

- 1) **Background details**: Ms. Uma Rajaram is 60 years old and holds a Bachelor's degree in Commerce. She has more than 20 years of experience in the Technical expertise in steel and its related products.
- 2) Past remuneration: Decided by the Board inclusive of perquisites and other allowances.
- 3) Recognition or awards: Nil
- 4) Job profile and her suitability: Whole Time Director w.e.f.28.09.2015
- 5) **Remuneration proposed**: Decide by the Board inclusive of perquisites and other allowances.
- 6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: Only minimum remuneration proposed to managerial personnel and

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comparatively lower than any other company in the same industry and with the same kind of operation

7) Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any: Ms. Uma Rajaram is not related to any other directors/ KMP of the company.

Except Ms. Uma Rajaram, none of the other Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution as set out at item no.4 for approval by the Members.

# <u>Item No.5 - To reappoint Mr. Chandrakesh Pal, DIN 07277936 as Whole time Director of the Company:</u>

The tenure of Mr. Chandrakesh Pal will expire November 13, 2025 and pursuant to the provisions of sections 196,197 and 203 read with schedule V and all other applicable provisions of the Companies Act, 2013 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), based on recommendation by Nomination and Remuneration Committee and Board of Directors, Mr. Chandrakesh Pal, DIN: 07277936 was re-appointed as a whole time director to hold office for a period of five years commencing from November 14, 2025 to November 13, 2030 by the Board of Directors in the Board meeting held on August 12, 2025 subject to approval of members in ensuing Annual General Meeting.

Mr. Chandrakesh Pal will be re-appointed as Whole Time Director of the Company for a period of five years. He has helped the company in achieving greater heights in terms of turnover and the profitability of the company with her rich experience in the field of steel industry. His re-appointment will benefit the company in many ways. The Board of directors at their meeting held on August 12, 2025, has reappointed Mr. Chandrakesh Pal as Whole Time Director subject to the approval of the members in the Annual General Meeting by way of Ordinary Resolution for a further period of five years w.e.f.14.11.2025 at the remuneration as recommended by the Nomination and Remuneration Committee at its meeting held on August 12, 2025 as detailed in the resolution available in the notice of AGM.

## Details as required in clause (iv) of Section II, Part II of Schedule V of the Companies Act 2013

#### **General Information: -**

- 1) Nature of Industry: Manufacturers of Steel Pipes
- 2) Date of Commencement of business: The Company had commenced its business from the date of its inception.
- 3) Financial Performance:

Particulars	FY 2024-25	FY 2023-24
Revenue from operation	956.66	827.70
Other income	7.60	4.05

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Total revenue	964.26	831.74
Less: Depreciation and Amortization expenses	206.60	182.37
Less: Other expenses	739.5	631.27
Total expenses	946.10	813.64
Profit/Loss before tax	18.16	18.10
Less: Current tax	-	-
Less: Adjustment of earlier year	-	-
Less: Deferred tax (Liability/Asset)	4.69	151.39
Profit/Loss after tax	13.48	(133.29)
Earnings Per Share:	0.30	(3.01)
Basic and diluted		

4) Foreign investment or collaborators, if any: NIL

Information about Mr. Chandrakesh Pal

NAME OF DIRECTOR	CHANDRAKESH PAL
DIN	07277936
AGE	49
ORIGINAL DATE OF APPOINTMENT	23/12/2015
EXPERTISE IN SPECIFIC FUNCTIONAL AREA	TECHNICAL EXPERTISE IN
	STEEL PIPES AND ITS
	RELATED PRODUCTS
QUALIFICATION	BACHELOR IN ARTS
EXPERIENCE IN YEARS	8 YEARS
NO. OF SHARES AS ON 31.03.2025	0
DIRECTORSHIP IN OTHER PUBLIC COMPANIES	NIL
CHAIRMAN/MEMBER OF COMMITTEES OF OTHER COMPANY	NIL
RELATIONSHIP WITH ANY OTHER DIRECTOR	NIL

- 1) **Background details**: Mr. Chandrakesh Pal is 49 years old and holds a Bachelor's degree in Arts. He has more than 8 years of experience in the Technical expertise in steel and its related products.
- 2) Past remuneration: Decided by the Board inclusive of perquisites and other allowances.
- 3) Recognition or awards: Nil
- 4) Job profile and his suitability: Whole Time Director w.e.f.23.12.2015
- 5) **Remuneration proposed**: Decide by the Board, inclusive of perquisites and other allowances.

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- 6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: Only minimum remuneration proposed to managerial personnel and comparatively lower than any other company in the same industry and with the same kind of operation.
- 7) Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any: Mr. Chandrakesh Pal is not related to any other directors/ KMP of the company.

Except Mr. Chandrakesh Pal, none of the other Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution as set out at item no. 5 for approval by the Members.

Item No.6 - To appoint APAC & Associates LLP, Company Secretaries for the Financial Year 2024-25 and for a term of five (5) consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30:

Pursuant to Section 204 of the Companies Act, 2013, and the relevant rules made thereunder provide that every listed company shall annex with its Board's Report a Secretarial Audit Report given by a Company Secretary in practice.

As per the latest amendment on December 13, 2024, in Regulation 24A, on the basis of the recommendation of the board of directors, a listed entity shall appoint or re-appoint:

- (i) an individual as Secretarial Auditor for not more than one term of five consecutive years; or
- (ii) a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years,

with the approval of its shareholders in its Annual General Meeting:

Further, the period of the existing Secretarial Auditor will not be considered in the computation of the audit period of 5 years.

Accordingly, at its meeting held on May 29, 2025, the Board of Directors, after considering the expertise and experience of APAC & Associates LLP, Company Secretaries (Firm Registration No. P2011DE025300, Peer Review No. 3688/2023), who were the Secretarial auditors for the Financial year 2024-25 and based on the recommendation of the Audit Committee, has proposed their appointment as the Secretarial Auditors of the Company, at such remuneration as mutually decided between the Company and the Secretarial Auditor and recommend the same to the shareholders, as recommended by the Audit Committee. The Secretarial Auditor would have access to the Company's records w.r.t the areas mentioned in the scope of work, which would be strictly confidential.

The proposed appointment is for a term of five consecutive years, commencing from the conclusion of the 41st Annual General Meeting until the conclusion of the 46th Annual General Meeting, subject to shareholder's approval.

 $Manufacturers\ \&\ Exporters\ of\ E.R.W.\ STEEL\ TUBES\ -\ PIPES\ (BLACK\ \&\ GALVANISED)$ 

CIN: L27105TN1985PLC011566

Regd. & Head Office: No. 163/1, K.SONS COMPLEX II FLOOR, BROADWAY,

CHENNAI - 600 108. INDIA Website : www.crmetal.in Phone :044-25240393 / 25240559

#### **Brief Profile of Secretarial Auditor**

Date: August 12, 2025

The APAC & Associates LLP, Company Secretaries, premier provider of company which was founded by Mr. Chetan Gupta. They are offering an extensive range of services since including the formation of new companies, share transfers, allotments and capitalizations, group reorganizations and restructuring as well as governance practices.

Over the years, they have been able to place themselves as one of the leading Corporate Consultants in the field of Corporate Laws, Legal Compliance, Corporate Governance, Corporate Social Responsibility and allied services.

Pursuant to Section 204 of the Companies Act, 2013 (the Act) and the Rules framed thereunder, the Company has received written consent and a certificate from M/s. APAC & Associates LLP confirming that they satisfy the criteria provided under Regulation 24A of the Listing Regulations and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and Rules framed thereunder. As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. APAC & Associates LLP, has confirmed that they hold a valid certificate issued by the Peer Review Board of ICSI.

Accordingly, consent of the members is being sought by way of an Ordinary Resolution as set out at Item no. 6 of the Notice for appointment of Secretarial Auditors.

None of the Directors, Promoters and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution for approval of the members.

By order of the Board of Directors For Crimson Metal Engineering Company Limited

Divya Arora

**Company Secretary & Compliance Officer** 

Place: New Delhi M. No.: A71348

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Form No. SH-13

Act, 2013 and Rule 19(1) of

The Companies (Share Capital and Nomination Form

[Pursuant to Section 72 of the Companies Debentures) Rules, 2014]

To,

Skyline Services Private Limited Unit: Crimson Metal Engineering Company Limited 163/1 Prakasam Road Broadway, Chennai, Tamil Nadu-600108

I/We\_\_\_the holder(s) of the securities, particulars of which are given hereunder, wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

1. PARTICULARS OF SECURITIES (in respect of which nomination is being made):

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

2.	<b>PART</b>	<b>ICUL</b>	ARS	OF	NOMI	NEE	/S-
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- a) Name:
- b) Date of Birth:
- c) Father's/Mother's/Spouse's name:
- d) Occupation:
- e) Nationality:
- f) Address:
- g) E-mail Id. & Telephone No:
- h) Relationship with the security holder(s):

#### 3. IN CASE NOMINEE IS A MINOR-

- a) Date of birth:
- b) Date of attaining majority:

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CHENNAI - 600 108. INDIA Website : www.crmetal.in Phone :044-25240393 / 25240559	
c) Name of guardian:	
d) Address of guardian:	
4. PARTICULARS OF NOMINEE IN CASE MINOR NOMINEE DIES BEFORE ATTAINING AGE OF MAJORITY-	:
a) Name:	
b) Date of Birth:	
c) Father's/Mother's/Spouse's name:	
d) Occupation:	
e) Nationality:	
f) Address:	
g) E-mail Id. & Telephone No:	
h) Relationship with the security holder(s):	
i) Relationship with the minor nominee:	
Name & Address of security holder(s)	Signature
Name & Address of witness	Signature

Manufacturers & Exporters of E.R.W. STEEL TUBES - PIPES (BLACK & GALVANISED)

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#### Form No. SH-14

# Cancellation or Variation of Nomination [Pursuant to sub-section (3) of Section 72 of the Companies Act, 2013 and Rule 19(9) of The Companies (Share Capital and Debentures) Rules, 2014]

To,				
Skyline Services Private Unit: Crimson Metal En Limited 163/1 Prakasan Chennai, Tamil Nadu-60	gineering Comp n Road Broadwa	•		
I/We hereby cancel the of the nominee) in resp				name(s) and address
		OR		
I/We hereby nominate mentioned securities in death.		· · · · · · · · · · · · · · · · · · ·		
1. PARTICULARS OF SEC	CURITIES (in resp	pect of which nomina	tion is being made):	
Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.
2. PARTICULARS OF NO	MINEE/S-			
a) Name:				
b) Date of Birth:				
c) Father's/Mothe	r's/Spouse's nar	ne:		
d) Occupation:				
e) Nationality:				
f) Address:				
g) E-mail Id. & Tele	ephone No:			
h) Relationship wit	h the security h	older(s):		

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,	
3. IN CASE NOMINEE IS A MINOR-	
a) Date of birth:	
b) Date of attaining majority:	
c) Name of guardian:	
d) Address of guardian:	
4. PARTICULARS OF NOMINEE IN CASE MINOR NOMINEE DIES BEFORE ATTAINING AGE (	OF MAJORITY-
a) Name:	
b) Date of Birth:	
c) Father's/Mother's/Spouse's name:	
d) Occupation:	
e) Nationality:	
f) Address:	
g) E-mail Id. & Telephone No:	
h) Relationship with the security holder(s):	
i) Relationship with the minor nominee:	
Name & Address of security holder(s)	Signature
Name & Address of witness	Signature

Manufacturers & Exporters of E.R.W. STEEL TUBES - PIPES (BLACK & GALVANISED)

CIN: L27105TN1985PLC011566

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CHENNAI - 600 108. INDIA Website : www.crmetal.in Phone :044-25240393 / 25240559

To,

Skyline Services Private Limited Unit: Crimson Metal Engineering Company Limited163/1 Prakasam Road Broadway, Chennai, Tamil Nadu-600108

#### **Updation of Shareholders Information**

I/ We request you to record the following information against our Folio No.:

### **General Information:**

Folio No.	
Name of the first named Shareholder	
PAN*	
.,,,,	
CIN/Registration No.*	
(applicable to Corporate Shareholders	
Tel No. with STD Code	
Mobile No.	
E-mail Id	

### **Bank Details:**

IFSC (11 digit):	MICR (9 digit):
Bank A/c Type:	Bank A/c No.:*
Name of the Bank:	
Bank Branch Address:	

<sup>\*</sup>Self-attested copy of the document(s) enclosed

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\* A blank cancelled cheque is enclosed to enable verification of bank details.

I/ We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/ We would not hold the Company/ RTA responsible. I/ We undertake to inform any subsequent changes in the above particulars as and when thechanges take place. I/ We understand that the above details shall be maintained by you till I/We hold these curities under the above mentioned Folio No.

Place: Date:	
	Signature of First Holder