



13<sup>th</sup> June,2024

The General Manager  
Corporate Relationship Dept.,  
The Bombay Stock Exchange Limited,

The General Manager  
Corporate Relationship Dept.,  
The National Stock Exchange of India Limited,

**Scrip Code: 512289**  
**Symbol: SHIRPUR-G**

**Sub: Disclosure under Reg 30 of SEBI (Listing Obligations and Disclosure Requirements),2015 – Issuance of Notice calling the Extra Ordinary General Meeting to be held on 16<sup>th</sup> July,2024**

Dear Sir / Madam,

We wish to inform you that it is proposed to conduct Extra Ordinary General Meeting (EGM) of the Equity Shareholders of **Shirpur Gold Refinery Limited** on **Tuesday,16<sup>th</sup> July,2024** at 10.00 a.m. at the registered office of the Company at Refinery Site, Shirpur, Dist. Dhule, Maharashtra - 425405 to transact the following business:

**Proposed Resolutions :**

1. Appointment of Mr. Prateek Bhansali (DIN : 10168425) as an Independent Director of the Company
2. Appointment of Mr. Prashant Misale (DIN: 10597415) as an Independent Director of the Company

The above resolutions is proposed to be passed as Special Resolutions. The Notice of calling the above EGM dated 30<sup>th</sup> May,2024 was sent to the shareholders on 13<sup>th</sup> June,2024.

**Manner of Approval:**

In compliance with Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Obligations and Disclosure Regulations) 2015, (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote at the Extra Ordinary General Meeting (EGM) by electronic means. The facility of casting votes by a member using an electronic voting system (remote e-voting) from a place other than venue of the EGM will be provided by Link Intime India Private Limited (LIPL) for all the business as detailed in this notice.

The remote E-voting period for all items of business contained in this Notice shall commence from Friday,12<sup>th</sup> July,2024 at 9.00 a.m. and will end on Monday,15<sup>th</sup> July,2024 at 5.00 p.m. During this period equity shareholders of the Company holding shares either in physical form or in dematerialised form as on the cutoff date of 9<sup>th</sup> July,2024 may cast their vote electronically. The e-voting module shall be disabled by LIPL for voting thereafter. Once the

**SHIRPUR GOLD REFINERY LIMITED** (An ISO 9001:2004 Company)

CIN L51900MH198PLC034501

**Regd. Office: Refinery Site, Shirpur 425 405, Dist Dhule, Maharashtra State, India. Tel: 02563-276500, Fax: 02563-276517**

Corporate Office: 135, Continental Building, Dr. Annie Besant Road, Worli, Mumbai-400018, India. Tel: 022-71227422, Fax: 022-71227474,

www.shirpurgold.com Email: sgrl@shirpurgold.com

vote on a resolution is cast by any Member, he/she shall not be allowed to change it subsequently.

The facility for voting by way of Ballot / Poll paper shall also be made available at the venue of the meeting and members, as on the cut-off date, attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.

We are enclosing copy of EGM Notice in compliance with Disclosure under Regulation 30 of SEBI (LODR) Regulations, 2015.

Thanking you.  
Yours faithfully,

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For **SHIRPUR GOLD REFINERY LIMITED**

SHYAMAL  
KISHOR  
PADHIAR

Digitally signed by  
SHYAMAL KISHOR  
PADHIAR  
Date: 2024.06.13  
12:25:39 +05'30'

Shyamal Padhiar  
Company Secretary

## NOTICE

Notice is hereby given that the Extra Ordinary General Meeting (EGM) (1/2024-25) of the Equity Shareholders of **Shirpur Gold Refinery Limited** will be held on **Tuesday, 16<sup>th</sup> July, 2024** at 10.00 a.m. at the registered office of the Company at Refinery Site, Shirpur, Dist. Dhule, Maharashtra - 425405 to transact the following Special Business:

### **1. Appointment of Mr. Prateek Bhansali (DIN : 10168425) as an Independent Director of the Company**

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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”) and the rules framed thereunder, read with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, **Mr. Prateek Bhansali (DIN: 10168425)**, who was appointed as an Additional Director by the Board of Directors of the Company (“**the Board**”) based on the recommendation of the Nomination and Remuneration Committee with effect from April 19, 2024 pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation, to hold office for a first term of consecutive five years up to April 18, 2029.”

RESOLVED FURTHER THAT the Board (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

### **2. Appointment of Mr. Prashant Misale (DIN: 10597415) as an Independent Director of the Company**

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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”) and the rules framed thereunder, read with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, **Mr. Prashant Misale (DIN: 10597415)**, who was appointed as an Additional Director by the Board of Directors of the Company (“**the Board**”) based on the recommendation of the Nomination and Remuneration Committee with effect from April 19, 2024 pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation, to hold office for a first term of consecutive five years up to April 18, 2029.”

RESOLVED FURTHER THAT the Board (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

By order of the Board  
For **Shirpur Gold Refinery Limited**

Place : Mumbai  
Date : 30<sup>th</sup> May,2024

**Shyamal Padhiar**  
Company Secretary

**Registered Office:**  
Refinery Site, Shirpur, Dist. Dhule,  
Maharashtra - 425 405

**NOTES:**

1. A member entitled to attend and vote at the meeting may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a member of the Company. A person can act as proxy on behalf of not exceeding fifty Members and holding in the aggregate not more than 10% of the total Equity Share Capital of the Company. Any Member holding more than 10% of the total Equity share capital of the Company may appoint a single person as proxy and in such a case, the said person shall not act as proxy for any other person or member. The instrument appointing proxy should, however, be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. **Proxy Form and attendance slip is attached with this notice.**
2. Corporate Members are requested to send to the Registered Office of the Company, a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the Annual General Meeting.
3. Additional information, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on Directors recommended by the Board for appointment / re-appointment at the General Meeting is annexed to the Notice.
4. Members who are holding Company's shares in dematerialized mode are requested to bring details of their Beneficiary Account Number for identification.
5. Electronic Copy of the EGM Notice is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication. In terms of Ministry of Corporate Affairs circular, physical copies of the Notice is not required to be send to any shareholders. The EGM Notice can be accessed at the Company's Website [www.shirpurgold.com](http://www.shirpurgold.com)

6. Members are requested to notify immediately about any change in their address / e-mail address / dividend mandate / bank details to their Depository Participant (DP) in respect of their shareholding in Demat mode and in respect of their physical shareholding to the Company's Registrar and Share Transfer Agent, M/s Link Intime India Pvt. Ltd., at C-101, 247 Park, L.B.S.Marg, Vikhroli West, Mumbai-400 083. Shareholders holding Equity Shares of the Company in physical form may register their email address with the Registrar and Share Transfer agent of the Company to receive all communications by the Company including Annual Report and Notice of Meeting(s) by email, by sending appropriate communication on [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).

## 7. E-voting

In compliance with Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Obligations and Disclosure Regulations) 2015, (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote at the Extra Ordinary General Meeting (EGM) by electronic means. The facility of casting votes by a member using an electronic voting system (remote e-voting) from a place other than venue of the EGM will be provided by Link Intime India Private Limited (LI IPL) for all the business as detailed in this notice.

The remote E-voting period for all items of business contained in this Notice shall commence from Friday, 12<sup>th</sup> July, 2024 at 9.00 a.m. and will end on Monday, 15<sup>th</sup> July, 2024 at 5.00 p.m. During this period equity shareholders of the Company holding shares either in physical form or in dematerialised form as on the cutoff date of 9<sup>th</sup> July, 2024 may cast their vote electronically. The e-voting module shall be disabled by LI IPL for voting thereafter. Once the vote on a resolution is cast by any Member, he/she shall not be allowed to change it subsequently.

10. Any person, who acquires equity shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 9<sup>th</sup> July, 2024 may refer the e-voting instructions annexed to this notice or send their query at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in).
11. The facility for voting by way of Ballot / Poll paper shall also be made available at the venue of the meeting and members, as on the cut-off date, attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
12. The Members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again.
13. The voting rights of Members either by way of remote e-voting prior to the meeting or by way of Ballot / Poll paper at the meeting shall be in proportion to their equity shareholding in the paid up equity share capital of the Company as on the Cut-off date 9<sup>th</sup> July, 2024

14. At the EGM, the Chairman of the meeting shall after discussions on all the resolutions on which voting is to be held, allow voting by use of Ballot / Poll Paper by all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.
15. The Company has appointed M/s Shравan Gupta & Associates, Practising Company Secretaries as Scrutinizer to supervise remote e-voting process as well as conduct the Ballot/Poll Paper voting process at the EGM in a fair and transparent manner.
16. The Scrutinizer shall, after the conclusion of voting at the general meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, within 48 hours of the conclusion of the EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or Company Secretary, who shall countersign the same and declare the result of the voting forthwith.
17. The results declared along with Scrutiniser's report shall be placed on the website of the Company thereafter and shall also be communicated to the Stock Exchanges. The Resolutions shall be deemed to be passed, if approved, on the date of EGM.

**18. Remote e-Voting Instructions for shareholders:**

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL
  1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
  2. 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>

3. 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 name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with CDSL
  1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The 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](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
  2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period. Additionally, there are 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, the option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
  4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on [www.cdslindia.com](http://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, the 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.
3. Individual Shareholders (holding securities in demat mode) login through their depository participants  
You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -

**A. User ID:**

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*\*Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

*\*Shareholders holding shares in **NSDL form**, shall provide ‘D’ above*

- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
  - ▶ Click “confirm” (Your password is now generated).
3. Click on ‘Login’ under ‘SHARE HOLDER’ tab.
  4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour/ Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).



4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on '**No**' and accordingly modify your vote.

**Guidelines for Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution / authority letter / power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 - 4918 6000.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

| <b>Login type</b>  | <b>Helpdesk details</b>  |
|--|--|
| 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |

**Individual Shareholders holding securities in Physical mode has forgotten the password:**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his /her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.  
During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

19. Members are requested to bring their attendance slip to the Meeting.

20. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

**DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE  
ENSUING EXTRA ORDINARY GENERAL MEETING :**

| Name  | <b>Prateek Bhansali</b>  | <b>Prashant Misale</b>  |
|---|--|---|
| Age   | 33 years   | 44 years  |
| Qualification   | Commerce Graduate, LLB &<br>Fellow member of The Institute of<br>Company Secretaries of India.   | Commerce Graduate   |
| Experience  | 10 years   | 20 years  |
| Date of Appointment on<br>the Board of the<br>Company   | 19.04.2024   | 19.04.2024  |
| Nature of expertise in<br>Specific Functional Area  | He is proficient in the field of<br>corporate law and has vast<br>experience of more than 10 years as<br>practising company secretary. | He is having work experience in the field<br>of Corporate Accounts and Audit<br>assignments. He was associated with<br>some of good Chartered Accountants<br>Firms as Manager / Executive - Audit in<br>the past. |
| Name of the other<br>Companies in which<br>Directorship held                                    | Panthoibi Housing Finance<br>Company Limited.  | -   |
| Name of the other<br>Companies in which He<br>/ she is Chairman /<br>member of the<br>Committee | -  | -   |
| No. of shares held of<br>Shirpur Gold Refinery<br>Ltd.  | -  | -   |
| Relationship between<br>Directors inter-se  | He is not related with any other<br>Director.  | He is not related with any other<br>Director.   |

By order of the Board  
For **Shirpur Gold Refinery Limited**

Place : Mumbai  
Date : 30<sup>th</sup> May,2024

**Shyamal Padhiar**  
Company Secretary

## EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

### Item 1 & 2

Mr. Manoj Agarwal and Mr. Anish Goel has tendered their resignation as the Independent Directors of the Company, with effect from close of business hours on 31<sup>st</sup> March,2024, citing expiry of second term as Independent Director of the Company. Consequently, they also ceased to be a Chairman / member of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company.

Post resignation of the above Independent Directors, the management was looking for a suitable candidate who can be appointed as Independent Directors on the Board in place of Mr. Manoj Agarwal and Mr. Anish Goel to increase the size and strength of the Board and to maintain the composition of Board and it's Committees in compliance with SEBI (LODR) Regulations, 2015. The management had identified Mr. Prateek Bhansali and Mr. Prashant Misale who were proposed before the Board to be appointed as Independent Non Executive Directors.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company ("**Board**") at its meeting held on April 19,2024 had appointed **Mr. Prateek Bhansali (DIN: 10168425)** and **Mr. Prashant Misale (DIN: 10597415)** as Additional Directors (Non-Executive, Independent) of the Company for a first term of five (5) years effective from April 19,2024, not liable to retire by rotation, subject to approval of the shareholders of the Company.

The Company has received from Mr. Prateek Bhansali and Mr. Prashant Misale (i) consents in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act and (iii) a declaration to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act and under SEBI Listing Regulations.

The Company has also received a Notice under Section 160 of the Act from a member proposing candidature of Mr. Prateek Bhansali and Mr. Prashant Misale for the office of Directors of the Company.

#### Brief Profile :

Mr. Prateek Bhansali, aged 33 years, is B.com and LL.B (Rajasthan University) and also a Fellow member of The Institute of Company Secretaries of India. He is proficient in the field of corporate law and has an vast experience of more than 10 years as practising company secretary. His other directorship include Panthoibi Housing Finance Company Limited.

Mr. Prashant Misale, age 44 years, is B.com from Mumbai University. He is Having more then 20 years of work experience in the filed of Corporate Accounts and Audit assignments. He was associated with some of good Chartered Accountants Firms as Manager / Executive - Audit in the past.

In the opinion of the Board, Mr. Prateek Bhansali and Mr. Prashant Misale fulfils the conditions specified in the Act and the Rules made there under for appointment as Independent Directors and they are independent of management. The Board has formed an opinion that Mr. Prateek Bhansali and Mr. Prashant Misale possesses requisite skills and knowledge and it would be in the interests of the Company to appoint Mr. Prateek Bhansali and Mr. Prashant Misale as an Independent Directors of the Company.

The terms and conditions for appointment of Mr. Prateek Bhansali and Mr. Prashant Misale as Independent Directors of the Company shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

Further, in terms of the amended Regulation 17(1C) of the SEBI Listing Regulations, effective from January 01, 2022, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Accordingly, approval of the shareholders is sought to comply with the SEBI Listing Regulations. The Board recommends passing of the Special Resolutions as set out in Items no. 1 & 2 of this Notice, for approval by the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company or their relatives, except Mr. Prateek Bhansali and Mr. Prashant Misale (whose appointment are proposed in the resolutions) are in any way concerned or interested in the resolutions.

By order of the Board  
For **Shirpur Gold Refinery Limited**

Place : Mumbai  
Date : 30<sup>th</sup> May,2024

**Shyamal Padhiar**  
Company Secretary

**SHIRPUR GOLD REFINERY LIMITED**

**Registered Office: Refinery Site, Shirpur, Dist. Dhule, Maharashtra – 425 405  
Tel: -02563-258001, Fax :- 02563-261357, CIN: L51900MH1984PLC034501 |  
Website: www.shirpurgold.com**

**PROXY FORM**

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

**Extra Ordinary Annual General Meeting**

Name of Member(s): \_\_\_\_\_

Registered address : \_\_\_\_\_

E-mail Id : \_\_\_\_\_

Folio No./ Client ID No.: \_\_\_\_\_

I/We, being the member(s) of \_\_\_\_\_ Shares of **Shirpur Gold Refinery Limited**, hereby appoint

Name: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Address \_\_\_\_\_

Signature: \_\_\_\_\_

or failing him

Name: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Address \_\_\_\_\_

Signature: \_\_\_\_\_

or failing him

Name: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Address \_\_\_\_\_

Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on **Tuesday, 16<sup>th</sup> July, 2024** at 10.00 a.m. at Refinery Site, Shirpur, Dist. Dhule, Maharashtra – 425 405 and at any adjournment thereof in respect of such resolutions as are indicated below:

I wish my above proxy to vote in the manner as indicated in the box below

| Resolutions  | For | Against |
|--|-----|---------|
| 1. Appointment of Mr. Prateek Bhansali as Non Executive Independent Director |     |         |
| 2. Appointment of Mr. Prashant Misale as Non Executive Independent Director  |     |         |

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2024

**Affix  
Rs. 1/-  
Revenue  
Stamp**

Signature of Shareholder \_\_\_\_\_

Signature of Proxyholder(s) \_\_\_\_\_

Note: This form in order to be effective should be duly completed and deposited at the Registered Office of the Company at Refinery Site, Shirpur, Dist. Dhule, Maharashtra - 425 405, not less than 48 hours before the commencement of the Meeting.

**SHIRPUR GOLD REFINERY LIMITED**

*Registered Office* :Refinery Site, Shirpur, Dist. Dhule, Maharashtra – 425 405  
CIN : L51900MH1984PLC034501 Website : [www.shirpurgold.com](http://www.shirpurgold.com)

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**Attendance Slip**  
*(To be presented at the entrance)*

I / We hereby record my / our presence at the **Extra Ordinary General Meeting** of the Company held at the Registered Office of the Company at Refinery Site, Shirpur, Dist. Dhule, Maharashtra – 425 405 on **Tuesday,16<sup>th</sup> July,2024** at 10.00 a.m.

\_\_\_\_\_  
**Name of the Shareholder / Proxy**  
**(in Block Letters)**

\_\_\_\_\_  
**Signature of the Shareholder / Proxy**

Reg. Folio No. ....

DP ID No. ....

Client ID / Demat A/c. No. ....

No. of Shares .....

**Note** : You are requested to sign and handover this slip at the entrance of the Meeting Venue.