



SARTHAK METALS LIMITED

Registered Office: B.B.C. Colony, Khursipar, G.E. Road, Bhilai, Chhattisgarh – 490011

CIN: L51102CT1995PLC009772 E-Mail: cs@sarthakmetals.com

Website: www.sarthakmetals.com Tel No.: 91+9303773708

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Sections 108, 110 and all other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in compliance with the applicable guidelines / circulars / rules issued by the Ministry of Corporate Affairs ("**MCA**") *inter alia* including General Circular No. 09/2024 on September 19, 2024, issued by MCA ("**MCA Circulars**") from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, and other applicable laws and regulations, if any, the following special businesses are proposed to be passed by the Members of Sarthak Metals Limited by way of Postal Ballot through voting by electronic means ("**remote e-voting**") only.

The instructions for remote e-voting are appended to the Notice.

You are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (**FOR**) or dissent (**AGAINST**) through the remote e-voting process not later than 5:00 P.M. IST on Friday , December 12,2025 failing which it will be strictly considered that no reply has been received from the Member.

The Board of Directors has appointed Mr. Atul Jain, Practicing Chartered Accountant (Membership No. 447869) as scrutinizer ("**Scrutinizer**") for conducting the postal ballot voting process in a fair and transparent manner.

After completion of scrutiny of the votes, the Scrutinizer will submit his report to the Chairman of the Company or a person authorized by him. The results of Postal Ballot shall be declared as per the statutory timelines. The results along with the Scrutinizer's

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report will also be posted on website of the Company.

The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified for remote e-voting i.e. Friday, December 12, 2025.

Special Businesses:

1. Addition in the main object of the Company and consequential alteration to the Object Clause of the Memorandum of Association 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, in accordance with the provisions of Section 13 and other applicable provisions of the Companies Act, 2013 read with applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such approvals as may be necessary or required, Clause III. (A) of the Memorandum of Association of the Company relating to its Objects be and is hereby altered by adding the following new sub-clause 9 after the existing sub-clause 8 in Clause III. (A):

9. To carry on in India or elsewhere the business of research, development, manufacture, processing, trading, marketing, import, export, and dealing in all kinds of biotechnological products, enzymes, bio-based chemicals or speciality chemicals, bio-fertilizers, pharmaceuticals, bio-inputs, nutraceuticals, biological formulations, and allied products and to undertake all activities relating thereto, including technology transfer, consultancy, contract research, and laboratory testing services.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

2: Re-appointment of Mr. Sunil Dutt Bhatt (DIN: 09263587) as Independent Director:

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, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 (‘the Act’) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange

Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Mr. Sunil Dutt Bhatt (DIN: 09263587), who was appointed as an Independent Director of the Company for a term of 5 (five) consecutive years commencing from August 04, 2021 up to August 03, 2026 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from August 03, 2026 up to August 02, 2031 (both days inclusive);

RESOLVED FURTHER THAT, the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for giving effect to this resolution."

Registered Office:

B.B.C. Colony, Khursipar, G.E. Road,
Bhilai, Chhattisgarh - 490011
CIN: L51102CT1995PLC009772
Email: cs@sarthakmetals.com
website: www.sarthakmetals.com

Date: 12th November, 2025
Place: Bhilai (C.G.)

**By Order of the Board of Directors
Sarthak Metals Limited**

Sd/-
Pratik Jain
Company Secretary and Compliance
Officer
Membership No. ACS 61747

Notes

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("Act"), setting out all material facts relating to the resolutions contained in this Notice is appended herein below for information and consideration of Members and the same should be considered as part of this Notice.
2. Relevant documents referred to in this Notice shall be available for inspection electronically by the Members until 5:00 p.m. (IST) of the last date of remote e-voting of this Postal Ballot i.e. Friday, December 12, 2025. Members who wish to inspect the documents are requested to send an e-mail from their registered e-mail address to cs@sarthakmetals.com mentioning their name, folio no. / client ID and DP ID, and the documents they wish to inspect.
3. Mr. Atul Jain, Practicing Chartered Accountant (Membership No. 447869), has been appointed as the Scrutinizer to scrutinise the remote e-Voting process fairly and transparently.
4. In accordance with the Circulars issued by Ministry of Corporate Affairs ("MCA Circulars") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is sending the Postal Ballot Notice in electronic form only, instead of dispatching the hard copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through remote e-voting only.
5. The Postal Ballot Notice is being sent by e-mail to all Members, whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories, i.e. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on Friday, November 7, 2025 ("Cut-Off Date") and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants, in accordance with the provisions of the Act read with the rules made thereunder and the framework provided under the MCA Circulars. The Cut-Off Date is for determining the eligibility to vote by electronic means. A person who is not a member as of the Cut-Off Date should treat this Notice for information purposes only. This Notice is also available at the Company's website: <https://www.sarthakmetals.com/investors-postal-ballot.aspx?mpgid=24> and the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com.
6. In compliance with the provisions of Sections 108, 110 and other applicable

provisions of the Act, read with the Companies (Management and Administration) Rules, 2014, the applicable MCA Circulars and Regulation 44 of the SEBI Listing Regulations as amended from time to time, read with the relevant circulars, the Company is pleased to offer remote e-voting facility to Members to cast their vote electronically.

7. The Company has engaged Bigshare Services Private Limited for facilitating remote e-voting to enable the Members to cast their votes electronically for this Postal Ballot.
8. The process and manner for remote e-voting is explained as below:

Process for e-Voting:

E-VOTING INSTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:

- i. The voting period begins on 13th November, 2025 09:00 A.M. and ends on 12th December, 2025 05:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 07th November, 2025 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. 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.

- iii. 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.
1. Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	- 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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. - After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. - If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration

	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	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: https://eservices.nsdl.com 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 BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. 2. If the user is 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 BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period. 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinlogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting 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	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.

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

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

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 helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022- 48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser:
<https://ivote.bigshareonline.com>
- Click on “LOGIN” button under the ‘INVESTOR LOGIN’ section to Login on E-Voting Platform.
- Please enter you ‘USER ID’ (User id description is given below) and ‘PASSWORD’ which is shared separately on you register email id.
 - Shareholders holding shares in CDSL demat account should enter 16 Digit Beneficiary ID as user id.
 - Shareholders holding shares in NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID as user id.
 - Shareholders holding shares in physical form should enter Event No + Folio Number registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on I AM NOT A ROBOT (CAPTCHA) option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘LOGIN’ under ‘INVESTOR LOGIN’ tab and then Click on ‘Forgot your password?’
- Enter “User ID” and “Registered email ID” Click on I AM NOT A

ROBOT (CAPTCHA) option and click on 'Reset'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, Bigshare E-voting system page will appear.
- Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "VOTE NOW" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "IN FAVOUR", "NOT IN FAVOUR" or "ABSTAIN" and click on "SUBMIT VOTE". A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "REGISTER" under "CUSTODIAN LOGIN", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "User id and password will be sent via email on your registered email id".

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on 'LOGIN' under 'CUSTODIAN LOGIN' tab and further Click on 'Forgot your password?'
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'RESET'.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, Bigshare E-voting system page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “DOCUMENTS” option on custodian portal.
 - Click on “DOCUMENT TYPE” dropdown option and select document type power of attorney (POA).
 - Click on upload document “CHOOSE FILE” and upload power of attorney (POA) or board resolution for respective investor and click on “UPLOAD”.

Note: The power of attorney (POA) or board resolution has to be named as the “InvestorID.pdf” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “VOTE FILE UPLOAD” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
 - Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “UPLOAD”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
 - Custodian can “CHANGE PASSWORD” or “VIEW/UPDATE PROFILE” under “PROFILE” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

Some of the important details regarding the e-voting facility are provided below:

Cut-off date for determining the Members entitled to vote	Friday, November 07, 2025
Commencement of e-voting period	Thursday, November 13, 2025 at 09:00 A.M. (IST)
End of e-voting period	Friday, December 12, 2025 at 5:00 P.M. (IST)

The e-voting module will be disabled by Bigshare Services Private Limited immediately after **5:00 p.m. (IST) on Friday, December 12, 2025.**

1. The voting rights of Members shall be in proportion to the amount paid up on the total number of equity shares held by the respective Member with the total equity share capital issued by the Company as on the Cut-Off Date i.e. Friday, November 07, 2025.
2. In case of joint holders, the Member whose name appears higher in the order of names as per the Register of Members of the Company will be entitled to vote.
3. Institutional shareholders /Corporate Members (i.e. other than individuals, HUF, NRI etc.), are requested to send a certified scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote on their behalf, to the Scrutinizer by sending an e-mail to atuljain1897@gmail.com with a copy marked to ivote@bigshareonline.com by quoting the concerned DP ID and Client ID or Folio Number. The said documents can also be uploaded under "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
4. The Scrutinizer will submit the results of the remote e-voting to the Chairman of the Company or any person authorised by the Chairman after completion of the scrutiny of the e-voting.
5. The result of the Postal Ballot along with the Scrutinizer's Report will be displayed on the Company's website www.sarthakmetals.com and shall be communicated to the Stock Exchanges where the Company's shares are listed i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com, within two (2) working days from the end of the e-voting period, and shall be displayed at the Registered Office of the Company.
6. The resolutions, if approved by the requisite majority of Members by means of Postal Ballot, shall be deemed to have been passed on the last date of remote e-voting, i.e. Friday, December 12, 2025.

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

The following Explanatory Statement sets out the relevant information as required by Section 102 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder as may be amended, modified, replaced, substituted, re- stated and/or re-issued from time to time.

Resolution No. 1:

The Board of Directors considers that the world is witnessing a fundamental shift from a fossil-fuel-driven industrial system to one powered by biology, innovation, and sustainability. Biotechnology stands at the centre of this transformation. It combines life sciences with technology to create materials, energy, and solutions that are not only efficient but regenerative. The Board of Directors also consider that every industry today faces two challenges – reducing its environmental footprint and maintaining profitability. Biotechnology addresses both.

The Board of Directors of the Company at its meeting held on 12th November, 2025 has proposed to alter the Object Clause of the Memorandum of Association of the Company in order to enable the Company to undertake business activities in the field of biotechnology and enzyme-based products.

The existing main objects of the Company presently enable it to engage in the metal and metals sector. The Board considers it expedient and in the interest of the Company to diversify its business operations into the area of biotechnology, bio-based products, enzymes, and related research and manufacturing, which are emerging growth sectors and have significant commercial potential.

None of the Directors and/or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested, either directly or indirectly, in the resolution set out at Item no. 1 of the Notice.

The Board recommends the Special Resolution set out at Item No. 1 of the Notice for approval of the Members.

Resolution No. 2:

Mr. Sunil Dutt Bhatt is currently the Independent Director of the Company. He was appointed as the Independent Director of the Company by the Members at the 26th

Annual General Meeting of the Company held on September 14, 2021 for 5 (five) consecutive years commencing from August 04, 2021 and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on November 12, 2025, proposed the reappointment of Mr. Sunil Dutt Bhatt as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from August 03, 2026, not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Mr. Sunil Dutt Bhatt completed his Post Graduation (M. Sc. in Statistics) from Pt. Ravishankar Shukla University, Raipur and Metallurgical Engineering from Indian Institute of Metals, Kolkata. He has vast experience in the metal and weightment domain and has retired from Bhilai Steel Plant, Steel Authority of India Limited in the year 2020. He has been on the Board of our Company since August 04, 2021.

The Nomination and Remuneration Committee taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Mr. Sunil Dutt Bhatt qualifications and the rich experience in the abovementioned areas and meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Mr. Sunil Dutt Bhatt continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company, and his continued association would be of immense benefit to the Company.

The Company has received a declaration from Mr. Sunil Dutt Bhatt confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16 (1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25 (8) of the SEBI Listing Regulations, Mr. Sunil Dutt Bhatt, has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Sunil Dutt Bhatt has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Mr. Sunil Dutt Bhatt has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Mr. Sunil Dutt Bhatt has also confirmed that he complies with Rules 6 (1) and 6 (2) of the

Companies (Appointment and Qualifications of Directors) Rules, 2014, to his registration with the data of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA') and has passed the online proficiency self-assessment test conducted by IICA.

In the opinion of the Board, Mr. Sunil Dutt Bhatt fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at <https://sarthakmetals.com/investors-policies>

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Bhatt as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board is of the opinion that the re-appointment is in the interest of the Company and its existing and potential investors and accordingly, recommends item no 2 of this Postal Ballot Notice for the approval of the Members by way of Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives, other than to the extent of their shareholding in the Company and outstanding employee stock options, if any, are concerned / interested, financially or otherwise, in the above resolutions.

Registered Office:

B.B.C. Colony, Khursipar, G.E. Road,
Bhilai, Chhattisgarh – 490011
CIN: L51102CT1995PLC009772
Email: cs@sarthakmetals.com,
cfo@sarthakmetals.com
website: www.sarthakmetals.com

By Order of the Board of Directors
Sarthak Metals Limited
Pratik Jain

Date: 12th November, 2025
Place: Bhilai (C.G.)

Sd/-
Company Secretary
Membership No. ACS 61747

**ANNEXURE TO NOTICE
DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT**

Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) and Secretarial Standard 2 issued by the Institute of Company Secretaries of India. The brief resume of the director is as follows:

Name of Director	Mr. Sunil Dutt Bhatt
Director Identification Number (DIN)	09263587
Date of Birth	25-06-1960
Age	65 years
Qualification	Post Graduation (M. Sc. in Statistics) from Pt. Ravishankar Shukla University, Raipur and Metallurgical Engineering from Indian Institute of Metals, Kolkata.
Experience	Mr. Bhatt has vast experience in the metal and weighment domain and has retired from Bhilai Steel Plant, Steel Authority of India Limited in the year 2020. He has been on the Board of our Company since August 04, 2021.
Terms and Conditions of Appointment	Non Executive Independent Director, not liable to retire by rotation.
Remuneration last drawn during the Financial Year 2024-25	Not Applicable Except Sitting Fees of Rs. 1,20,000.
Nature of Expertise in Specific Functional Areas	Technical and Strategic Planning, Operations and Accounting, Product development and weighment.
Date of first appointment	04-08-2021
Number of shares held in the Company	Nil
Inter-se relationship with other Directors and Key Managerial Personnel	None
No. of Board Meetings Attended during the year	5/5
Listed entities from which the Director has resigned from directorship in the past three (3) years	Nil
Directorships held in other companies	Nil
Membership / Chairmanships of committees of other companies (includes only Audit Committee and Stakeholders Relationship)	Membership of Audit Committee and Stakeholders Relationship Committee of the Company.
Proposed Remuneration	Sitting Fees as approved by the Board of Directors