

Ref: SEL/2024-25/078

July 06, 2024

To,
The Dy. Gen Manager
Corporate Relationship Dept.
BSE Limited
PJ Tower, Dalal Street,
Mumbai- 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051
Fax : 022-26598237-38

Equity Scrip Code:532710

Equity Scrip Name: SADBHAV

Dear Sir/Madam,

Sub: Outcome of Meeting of Board of Directors of Sadbhav Engineering Limited ('the Company') held on July 06, 2024.

Ref: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015

Pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read together with the circulars and notifications issued thereunder ("Listing Regulations"), we hereby inform that the Board of Directors of the Company at their Board Meeting held today i.e. Saturday, July 31, 2024 has considered and approved the following: -

1. Issuance of up to 1,91,00,000 (One Crore Ninety One Lakh) Employee Stock Options to the eligible employees of the Company and its Subsidiary Companies including Step-down Subsidiary Companies under Sadbhav Engineering Limited Employee Stock Option Plan-2024, subject to the approval of the shareholders at the ensuing General Meeting of the members of the Company, at such exercise price and on such terms and conditions as may be decided by the Board or a duly constituted committee of the Board in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021.
2. To Grant Options to Eligible Employees equal to or exceeding one percent of the Issued Capital of the Company during any one year under Employee Stock Option Plan 2024 subject to the approval of the shareholders at the ensuing General Meeting of the members of the Company.
3. On the recommendation of Nomination and Remuneration Committee and subject to approval of members at the ensuing General Meeting, Board of Directors have recommended appointment of Mr. Ambalal C. Patel (DIN: 00037870) who has attended the age of more than 75 years as an Independent Director of the Company not liable to retire by rotation, to hold office for five consecutive years commencing from the date of

Sadbhav Engineering Limited

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passing of Special Resolution by the members of the Company in ensuing General Meeting.

4. On the recommendation of Nomination and Remuneration Committee, Board of Directors have appointed of Mrs. Shefali Manojbhai Patel (DIN: 07235872) as an Additional Director of the Company in the capacity of Women Independent Director of the Company w.e.f. 6th July, 2024, not liable to retire by rotation, to hold office upto the conclusion of ensuing General Meeting of the Company.

The details required under Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 is being enclosed as **Annexure-A**.

5. The Company has decided to hold the Extra-Ordinary General Meeting of the Company on Wednesday, 31st July, 2024 through Video Conferencing / Other Audio-Visual means in accordance with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.
6. Approval of Notice of Extra-Ordinary General Meeting dated 6th July, 2024.
7. The remote e-voting period will commence from Sunday, 28th July, 2024 at 9:00 a.m. and would end on Tuesday, 30th July, 2024 at 5.00 p.m. During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on Wednesday, 24th July, 2024 (cut-off date for remote e-voting and e-voting), may cast their vote through remote e-voting and e-voting. Those shareholders who would not vote through remote e-voting and who are otherwise not debarred from e-voting can cast their vote through e-voting during the EGM.

The Board Meeting commenced at 4:00 p.m. and concluded at 6:00 p.m.

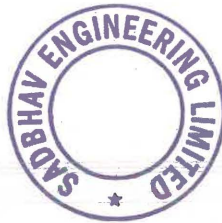
You are requested to take the same on your record.

Thanking You,

Yours Faithfully,

For Sadbhav Engineering Limited

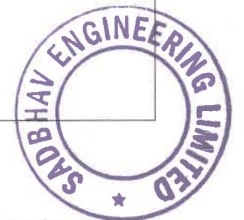
Shashin V. Patel
Chairman and Managing Director
DIN: 00048328
Encl: a.a.



Annexure - A

The details required under Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 are given as under.

Sr. No	Disclosure Requirement	Appointment of Mr. Ambalal C. Patel (DIN: 00037870) as an Independent Director	Appointment of Mrs. Shefali Manojbhai Patel (DIN: 07235872) as an Additional Director
1	Reason for Change viz. appointment, resignation, removal, death or otherwise	On recommendation of Nomination and Remuneration Committee of the Company and subject to approval of members at the ensuing General Meeting of the members of the Company, Board of Directors have recommended appointment of Mr. Ambalal C. Patel (DIN: 00037870) as an Independent Director of the Company not liable to retire by rotation, to hold office for five consecutive years commencing from the date of passing of special resolution by the members of the company in ensuing General Meeting.	On the recommendation of Nomination and Remuneration Committee, Board of Directors have appointed of Mrs. Shefali Manojbhai Patel (DIN: 07235872) as an Additional Director of the Company in the capacity of Women Independent Director of the Company, not liable to retire by rotation, to hold office upto the conclusion of ensuing General Meeting of the Members of the Company.
2	Date of appointment/ cessation (as applicable) & term of appointment	Board of Directors have recommended appointment of Mr. Ambalal C Patel (DIN: 00037870), who has attained the age of 75 years, as an Independent Director subject to approval of members of the Company w.e.f. the date of passing of special resolution by the members of the company in ensuing General Meeting, not liable to retire by rotation, to hold office for five consecutive years.	On the recommendation of Nomination and Remuneration Committee, Board of Directors have appointed of Mrs. Shefali Manojbhai Patel (DIN: 07235872) as an Additional Director of the Company in the capacity of Women Independent Director of the Company w.e.f. 6 th July, 2024, not liable to retire by rotation, to hold office upto the conclusion of ensuing General Meeting of the members of the Company.

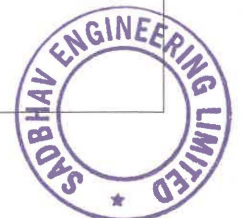


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3	Brief profile (in case of appointment) ;	<p>Mr. Ambalal C. Patel (DIN: 00037870) started his career as shift- in- charge with Gujarat Mineral Development Corporation Ltd. (GMDC) in the year 1969. During his tenor at GMDC, he had successfully implemented greenfield Fluorspar Beneficiation Plant of 500 TPD and was later responsible for its regular and efficient operations.</p> <p>After his successful stint with GMDC in the year 1973, he had decided to join newly formed Gujarat Industrial Investment Corporation Ltd. (GIIC) as Technical Adviser (Metallurgy). He have served the corporation for over 30 years in various capacities and final and retired in the year of 2004.</p> <p>During his long career at GIIC, he has successfully handled many areas like project identification, preparation of TEFR and appraisal of industrial projects in the state of Gujarat. He was also involved in promotion of public issue and private placement of equity of the projects funded by the GIIC. He was involved in promoting and developing private sector, joint sector, new entrepreneur scheme and infrastructure sector projects; providing financial assistance by way of term loan, joint finance, equity disbursement and recovery. He had handled BIFR cases for revival and rehabilitation, change of management, liaison work with State</p>	<p>Mrs. Shefali Manojbhai Patel (DIN: 07235872) is having 9+ years of experience in the field of Corporate Governance as well as understanding of Business Management, ethics and Risk Management.</p>
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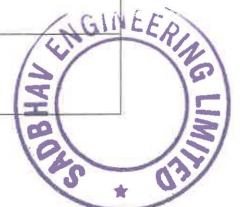
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		Government. As a head of personnel and administrative department, he also served as Nominee director of GIIC on the board of various companies promoted by GIIC. After his retirement, he is serving as Independent Director in many listed and unlisted companies to advise in financial and corporate related issues.	
4	Disclosure of relationships between Directors (in case of appointment of a Director).	Mr. Ambalal C. Patel (DIN: 00037870) is not related to any of the Directors or Key Managerial Personnel of the Company.	Mrs. Shefali Manojbhai Patel (DIN: 07235872) is not related to any of the Directors or Key Managerial Personnel of the Company.
5	Information as required pursuant to BSE Circular with ref. no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/ 2018/ 24, dated 20th June, 2018	N. A.	N. A.
6	Shareholding, if any in the Company.	Nil	Nil
7	Names of Listed entities	1. Shah Alloys Limited	1. Shah Alloys Limited 2. S A L Steel Limited

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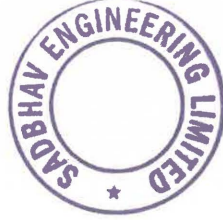
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in which the person holds directorship	2. Shree Rama Newsprint Limited 3. Jindal Hotels Limited 4. S A L Steel Limited	
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For Sadbhav Engineering Limited

Shashin V. Patel
Chairman and Managing Director
DIN: 00048328



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