



**GUJARAT INTRUX LIMITED**  
STEEL AND ALLOY STEEL  
CASTING MANUFACTURERS

GIL/SEC/NOV/005/2024-25

21<sup>st</sup> November, 2024

**To,**  
**BSE LIMITED**  
25<sup>th</sup> FLOOR, P. J. TOWER,  
DALAL STREET,  
MUMBAI-400 001

**Subject:- Submission of Postal Ballot Notice.**

**Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations).**

Dear Sir / Madam,

With the reference to the captioned subject, pursuant to provisions of Regulation 30 of SEBI Listing Regulations and in continuation to our letter dated 16<sup>th</sup> November, 2024, we are enclosing herewith a copy of the Postal Ballot Notice together with explanatory statements ("Notice") for seeking approval of the shareholders of the Company for following Special Business through remote e-voting:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Type of Resolution</b>
1	Appointment/Regularization of Mr. Sachin Babubhai Mehta (DIN: 10817051) as an Independent Director of the Company.	Special Resolution
2	Approval of Material Related Party Transactions of the Company.	Ordinary Resolution

Members are hereby informed that pursuant to the provisions of Section 110 and Section 108 of the Companies Act, 2013 ('the Act') and the Companies (Management and Administration) Rules, 2014 read with the circulars issued by Ministry of Corporate Affairs ('MCA'), the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and other applicable provisions of the

CIN No. L27100GJ1992PLC016917  
REGD. OFFICE & WORKS :  
Survey No. 84/P,  
17 Km. Rajkot-Gondal Road,  
Village Shapar. Pin-360 024.  
RAJKOT (INDIA)

Phone : +91 - 2827 - 252851.  
e-mail : info@intricastindia.com,  
info@gujaratintrux.com  
Website : www.intricastindia.com  
www.gujaratintrux.com





**GUJARAT INTRUX LIMITED**  
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acts, rules, regulations, circulars and notifications (including any statutory modifications or re-enactments thereof for the time being in force and as amended from time to time), the Postal Ballot Notice and instructions for remote e-voting shall be sent only through electronic mode to those shareholders whose e-mail addresses are registered with the Company/ Depository Participants/ Link Intime India Pvt. Ltd, Registrar and Share Transfer Agent (“RTA”) as on November 16, 2024 (“cut-off date”).

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the Members (whether holding shares in physical or dematerialized form) with the facility to exercise their right to vote on the matter set out in the Postal Ballot Notice by electronic means only i.e. through e-voting services provided by Link Intime India Private Limited. The E-voting period commences on Saturday, November 23, 2024 at 09:00 A.M. (IST) and ends on Sunday, December 22, 2024 at 05:00 P.M. (IST). Remote e-Voting will be blocked by Link Intime India Private Limited immediately thereafter and will not be allowed beyond the said date and time. During this period, Members of the Company holding shares either in physical or electronic form, as on the cut-off date i.e 16<sup>th</sup> November, 2024 shall cast their vote electronically. The voting rights shall also be reckoned on the paid-up value of shares registered in the name(s) of the Member(s) as on the cut-off date. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

This Postal Ballot Notice shall also available on the Company’s website at <https://www.gujaratintrux.com>.

This is for your information and record.

Thanking you

**For Gujarat Intrux Limited**

PAMBHAR  
DHIRAJ  
DHARAMSHI  
Date: 2024.11.21  
18:12:16 +05'30'

Dhiraj D. Pambhar  
Managing Director  
DIN: 00187371  
Encl : a/a

CIN No. L27100GJ1992PLC016917  
REGD. OFFICE & WORKS :  
Survey No. 84/P.  
17 Km. Rajkot-Gondal Road,  
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RAJKOT (INDIA)

Phone : +91 - 2827 - 252851.  
e-mail : info@intricastindia.com,  
info@gujaratintrux.com  
Website : www.intricastindia.com  
www.gujaratintrux.com





## GUJARAT INTRUX LIMITED

**Registered Office:** Survey No.84/P., 17 K.M.Rajkot-Gondal Road,  
Village: Shapar, Dist.: Rajkot Pincode-360 024.

**Website:** [www.gujaratintrux.com](http://www.gujaratintrux.com)

**Phone:** : +912827-252851 **Email:** info@gujaratintrux.com/cs@gujaratintrux.com

### **POSTAL BALLOT NOTICE**

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014).

To,  
The Members of the Company,

Notice is hereby given that the resolutions set out below are proposed for approval by the members of Gujarat Intrux Limited (“the Company”) by means of Postal Ballot, only by remote e-voting process (“e-voting”) being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 (“the Act”), Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (“MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, to the extent applicable and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations and circulars issued thereunder is also attached.

The Board of Directors at their meeting held on 16<sup>th</sup> November, 2024 has appointed Mr. Kalpesh Rachchh, Proprietor of M/s. K.P. Rachchh & Co., a Practising Company Secretary (FCS: 5156, CP NO.:3974), as Scrutiniser for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutiniser’s decision on the validity of the votes cast in the Postal Ballot shall be final.

The Company has engaged the services of Link Intime India Private Limited, Registrar and Transfer Agent as the agency to provide e-voting facility.

Members are requested to read the instructions given in the Notes to this Postal Ballot Notice so as to cast their vote electronically.

The votes can be cast during the following voting period:

Commencement of e-voting:	9:00 a.m. (IST) on , Saturday, November 23, 2024
End of e-voting:	5:00 p.m. (IST) on Sunday, December 22, 2024

The Scrutiniser will submit his report, after the completion of scrutiny, to the Chairman and Managing Director of the Company or any person authorised by him. The results of e-voting will be announced within two working days i.e. on or before Tuesday, December 24, 2024, and will be displayed on the Company's website at [www.gujaratintrux.com](http://www.gujaratintrux.com) the results will simultaneously be communicated to the Stock Exchange at [www.bseindia.com](http://www.bseindia.com)

### **SPECIAL BUSINESS**

1. Appointment/Regularization of Mr. Sachin Babubhai Mehta (DIN: 10817051) as an Independent Director of the Company.

To consider and pass the following resolution as a Special Resolution:

**“RESOLVED THAT** in accordance with the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of Mr. Sachin Babubhai Mehta (DIN: 10817051), who was appointed as an Additional Director on 24<sup>th</sup> October, 2024 by the Board of Directors of the Company, designated as an Independent Director, pursuant to the provisions of Section 161(1) of the Act and the 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, being eligible, as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, i.e., upto October 23, 2029, be and is hereby approved.”

**“RESOLVED FURTHER THAT** the Board of Directors 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. **Approval of Material Related Party Transactions of the Company.**

To consider and pass the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to provisions of section 188 and other applicable provisions of the Companies Act, 2013, if any read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the

Company (“Board”), for entering into and / or carrying out and / or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with **Intricast Private Limited**(CIN:U27310GJ1987PTC010182),**Intolcast Private Limited** (CIN:U27109GJ1993PTC0197) and **Invac cast Limited** (CIN:U28112GJ2009PLC058659.),a related parties of the Company, as per the details set out in the explanatory statement annexed to this notice, however the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

By order of the Board of Directors  
**GUJARAT INTRUX LIMITED**

**(Ramankumar D Sabhaya)**  
CHAIRMAN & DIRECTOR  
DIN 00569058

Date: 16/11/2024

Place: Shapar, Dist: Rajkot

**Registered Office:** Survey No.84/P., 17 K.M.Rajkot-Gondal Road,  
Village: Shapar, Dist.: Rajkot Pincode-360 024.

**CIN:** L27100GJ1992PLC016917

**Website:** www.gujaratintrux.com

**Phone:** :93289 87249

**Email:**info@gujaratintrux.com/ cs@gujaratintrux.com

**NOTES:**

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations are attached.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear on the register of members / register of beneficial owners as on Saturday, November 16, 2024 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and pre- paid business reply envelopes are not being sent to members for this Postal Ballot.
3. This Postal Ballot Notice will also be available on the Company's website at [www.gujaratintrux.com](http://www.gujaratintrux.com) Limited and at website of the Stock Exchange [www.bseindia.com](http://www.bseindia.com).
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register/update their e-mail address by submitting Form ISR-1 (available on the website of the Registrar and Transfer of the company **Link Intime India Private Limited**. Download and forward duly signed form requisite supporting documents to **LINK INTIME INDIA PRIVATE LIMITED**, 506-508, Amarnath Business Centre-1(ABC-1), Besides Gala Business Centre, Near ST Xavier's College Corner, Off CG Road, Ellisbridge, Ahmedabad-380006. Ph: 079- 26465179 and also mailed to company at [info@gujaratintrux.com](mailto:info@gujaratintrux.com) and RTA at [ahmedabad@linkintime.co](mailto:ahmedabad@linkintime.co)
5. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date i.e on 16<sup>th</sup> November, 2024, maintained by the Depositories shall be entitled to participate in the e-voting. A person, who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
6. Subject to the provisions of the Articles of Association of the Company, voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to his / her / its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date i.e. as on 16<sup>th</sup> November, 2024.
7. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. **SEBI/HO/CFD/PoD2/CIR/P/2023/120** dated July 11, 2023, as amended ("SEBI Master Circular"), and SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.
8. The e-voting period commences at 9:00 a.m. (IST) on ,Saturday, November 23, 2024 and ends at 5:00 p.m. (IST) on Sunday, December 22, 2024

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by Link Intime India Private Limited upon expiry of the aforesaid period.

9. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Sunday, December 22, 2024.
10. The Board of Directors at their meeting held on 16<sup>th</sup> November, 2024 has appointed Mr. Kalpesh Rachchh, Proprietor of M/s. K.P. Rachchh & Co., a Practising Company Secretary (FCS: 5156,CP NO.:3974),as Scrutiniser for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner.
11. 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 rachhkalpesh@gmail.com with a copy marked to info@gujaratintrux.com,if they have voted from individual tab & not uploaded same while doing E-Voting for the scrutinizer to verify the same.

## **12. PROCEDURE FOR E-VOTING:**

### **(i) E-VOTING FACILITY:**

- a. The Company is providing e-voting facility of Link Intime India Private Limited to its members to exercise their right to vote on the proposed resolutions by electronic means.
- b. The e-voting facility will be available during the following voting period:

Commencement of e-voting:	9:00 a.m. (IST) on , Saturday, November 23, 2024
End of e-voting:	5:00 p.m. (IST) on Sunday, December, 22, 2024

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by link Intime India Private Limited upon expiry of the aforesaid period.

- c. The manner of e-voting by (i) individual members holding shares of the Company in demat mode, (ii) members other than individuals holding shares of the Company in demat mode, (iii) members holding shares of the Company in physical mode, and (iv) members who have not registered their e-mail address, is explained in the instructions given hereinbelow.

## **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:**

**Individual Shareholders holding securities in demat mode with NSDL:**

**METHOD 1 - If registered with NSDL IDeAS facility**

**Users who have registered for NSDL IDeAS facility:**

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter user id and password. Post successful authentication, click on "Access to e-voting".
- c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**OR**

**User not registered for IDEAS facility:**

- a) To register, visit URL: <https://eservices.nSDL.com> and select “Register Online for IDEAS Portal” or click on <https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp> “
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - By directly visiting the e-voting website of NSDL:**

- a) Visit URL: <https://www.evoting.nSDL.com/>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders holding securities in demat mode with CDSL:**

**METHOD 1 – From Easi/Easiest**

**Users who have registered/ opted for Easi/Easiest**

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com).
- b) Click on New System Myeasi
- c) Login with user id and password
- d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**OR**

**Users not registered for Easi/Easiest**

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - By directly visiting the e-voting website of CDSL.**

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.



### **Individual Shareholders holding securities in demat mode with Depository Participant:**

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, members shall navigate through “e-voting” tab under Stocks option.
- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the 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. Visit 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 (“Corporate Body/ Custodian/Mutual Fund”):**

### **STEP 1 – Registration**

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

### **STEP 2 –Investor Mapping**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
  - a. ‘Investor ID’ -
    - i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
    - ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
  - b. ‘Investor’s Name - Enter full name of the entity.
  - c. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.
  - d. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

### **STEP 3 – Voting through remote e-voting.**

The corporate shareholder can vote by two methods, once remote e-voting is activated:

#### **METHOD 1 - VOTES ENTRY**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on ‘Votes Entry’ tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of InstaVote before the start of remote evoting.
- d) Enter ‘16-digit Demat Account No.’ for which you want to cast vote.
- e) 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).
- f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
- g) 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. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**OR**

#### **VOTES UPLOAD:**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select **‘View’** icon for **‘Company’s Name / Event number ’**. E-voting page will appear.
- d) Download sample vote file from ‘Download Sample Vote File’ option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under ‘Upload Vote File’ option.

- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**Helpdesk:**

**Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:**

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.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <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

**Forgot Password:**

**Individual shareholders holding securities in physical form has forgotten the password:**

If an Individual shareholders holding securities in physical form 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 a minimum of 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

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

**Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:**

If a Non-Individual Shareholders holding securities in demat 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 '**Corporate Body/ Custodian/Mutual Fund**' tab and further Click '**forgot password?**'
- ... oEnter User ID, Organization ID 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 a minimum of 8 characters, at least one special character (@#\$\$&\*), at least one numeral, at least one alphabet and at least one capital letter.

**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".

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT,2013:**

**Item No.1**

On the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on October 24, 2024, had appointed Mr. Sachin Babubhai Mehta(DIN: 10817051) as Non-Executive Additional Director, subject to approval of members of the Company within a period of three months from the date of appointment,for his appointment/Regularization as Non-Executive Independent Director, not liable to retire by rotation, for a tenure of five (5) consecutive years commencing from 24th October,2024 to 23rd October, 2029.

Mr. Sachin Babubhai Mehta(DIN: 10817051) qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as an Independent Director on the Board of the Company for term of five years. The Company has also received declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. In terms of Regulation 25(8) of SEBI Listing Regulations, he 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.

The Company has also received a notice under Section 160 of the Act from a member proposing the candidature of Mr. Sachin Babubhai Mehta(DIN: 10817051) for the office of Independent Director of the Company.

In the opinion of the Board of Directors, Mr. Sachin Babubhai Mehta(DIN: 10817051) fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations and Mr. Sachin Babubhai Mehta(DIN: 10817051) is independent of the management and possesses appropriate skills, experience, knowledge and capabilities, required for the role of Independent Director.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV of the Act and other applicable provisions of the Act, appointment of Mr. Sachin Babubhai Mehta(DIN: 10817051) as an Independent Director requires approval of members of the Company.

Further, in terms of Regulation 25(2A) of the Listing Regulations, appointment/Regularization of Mr. Sachin Babubhai Mehta(DIN: 10817051)as an Independent Director requires approval of members of the Company by passing a special resolution.

Accordingly, your Board of Directors at their meeting held on 16<sup>th</sup> November, 2024 after considering the recommendations of Nomination and Remuneration Committee and considering the knowledge, acumen, expertise and experience in respective fields has decided to take approval of members of the Company by

way of Postal Ballot by providing Remote E-voting, for appointment/Regularization of Mr. Sachin Babubhai Mehta(DIN: 10817051) as Non-Executive Independent Director, not liable to retire by rotation, for a tenure of five (5) consecutive years commencing from 24th October,2024 to 23rd October, 2029.

Key details of Mr. Sachin Babubhai Mehta (DIN: 10817051), pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India, are provided in the “Annexure-A” to this Postal Ballot Notice.

Except Mr. Sachin Babubhai Mehta (DIN: 10817051), being an appointee, none of the Directors and/or Key Managerial Personnel (KMP) of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no.1.

The Board of Directors recommends the Special Resolution set out at Item No. 1 of this Postal Ballot Notice for approval by the members

## **Item No. 2:**

The provisions/ Regulation 23 of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates approval of shareholders of a listed entity by means of an ordinary resolution for all material related party transactions, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, exceeds Rs. One Thousand Crore (Rs. 1,000 Crore), or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

During the Financial Year 2023-24, the Company, propose to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s) are expected to cross the applicable materiality thresholds as mentioned hereinabove. Accordingly, as per the SEBI Listing Regulations and pursuant to provision of section 188 of the Companies Act, 2013 and rules framed thereunder to the extent applicable, approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis. Further, all related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (“SEBI Master Circular”) are set forth below:

Sr No.	Particulars	Related Parties		
1.	Name of the Related Parties	Intricast Private Limited (CIN :U27310GJ1987PTC010182)	Intolcast Private Limited (CIN: U27109GJ1993PTC019784)	Invac Cast Limited (CIN: U28112GJ2009PLC058659)
2.	Type of transaction	Sell/Purchase & Service		
3.	Material terms and particulars of the proposed transaction and	Material terms and conditions are based on the contracts which inter alia include the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract(s).		
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Group Companies (Control by the common/same promoters of listed entity)		
5.	Name of Directors who is related, if any	1. RAMANKUMAR DEVJIBHAI SABHAYA (DIN: 00569058) 2. AMRUTLAL JETHALAL KALARIA (DIN: 00246831) 3. DILIPBHAI MULJIBHAI DUDHAGARA (DIN: 00422189) 4. MADHUBHAI SAMBUBHAI PATOLIYA (DIN:00187119) 5. DHIRAJ DHARAMSHIBHAI PAMBHAR (DIN: 00187371) 6. BHARATKUMAR MULJIBHAI DHORDA (DIN: 00385769)	1. RAMANKUMAR DEVJIBHAI SABHAYA (DIN: 00569058) 2. AMRUTLAL JETHALAL KALARIA (DIN: 00246831) 3. DILIPBHAI MULJIBHAI DUDHAGARA (DIN: 00422189) 4. MADHUBHAI SAMBUBHAI PATOLIYA (DIN:00187119) 5. DHIRAJ DHARAMSHIBHI PAMBHAR (DIN: 00187371)	1. RAMANKUMAR DEVJIBHAI SABHAYA (DIN: 00569058) 2. AMRUTLAL JETHALAL KALARIA (DIN: 00246831) 3. DILIPBHAI MULJIBHAI DUDHAGARA (DIN: 00422189) 4. MADHUBHAI SAMBUBHAI PATOLIYA (DIN:00187119) 5. DHIRAJ DHARAMSHIBHAI PAMBHAR (DIN: 00187371)
6.	Name of Key Managerial Personnel who is related, if any	None of the Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said transactions.		
7.	Value of the proposed transaction(s) (not to exceed)	12,00,000,00 Cr.	12,00,000,00 Cr	12,00,000,00 Cr
6.	Tenure of the proposed transaction	During the financial year 2023-24 and 2024-25 till finalization of Financial Statements for the year ended on 31 <sup>st</sup> March, 2025.		

7	Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity	Not Applicable
8.	Any other information relevant or important for the members to take a decision on the proposed transaction.	All the related party transactions by the company with related party are at arm's length basis and in the ordinary course of basis.

Pursuant to Regulation 23 of the Listing Regulations, members may also note that no related party of the Company shall vote to approve the Ordinary Resolution set out at Item No. 2 whether the entity is a related party to the particular transaction or not.

The Board of Directors recommends the Ordinary Resolutions set out at Item No. 2 of this Postal Ballot Notice for approval by the members.

By order of the Board of Directors  
**GUJARAT INTRUX LIMITED**

Sd/-  
**(Ramankumar D Sabhaya)**  
CHAIRMAN & DIRECTOR  
DIN00569058

Date: 16/11/2024

Place: Shapar, Dist: Rajkot

**Registered Office:** Survey No.84/P., 17 K.M.Rajkot-Gondal Road,  
Village: Shapar, Dist.: Rajkot Pincode-360 024.

**CIN:** L27100GJ1992PLC016917

**Website:** [www.gujaratintrux.com](http://www.gujaratintrux.com)

**Phone:** : +912827-252851

**Email:** [info@gujaratintrux.com](mailto:info@gujaratintrux.com)/ [cs@gujaratintrux.com](mailto:cs@gujaratintrux.com)

**Annexure A**

<b>Name of Director</b>	Shri Sahin Babubhai Mehta
<b>DIN</b>	10817051
<b>Designation</b>	Additional Independent Director
<b>Date of Birth &amp; Age</b>	23/04/1968 & 56 Years
<b>Appointment/Re-appointment</b>	Appointment
<b>Terms and Conditions of Appointment/Re-appointment</b>	Mr. Sachin Babubhai Mehta (DIN: 10817051), who was appointed as an Additional Director as on 24 <sup>th</sup> October, 2024 by the Board of Directors of the company, designated as an Independent Director, pursuant to the provisions of Section 161(1) of the Act and the 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, being eligible, proposed to be appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, i.e., upto October 23, 2029.
<b>Original Date of Appointment</b>	24/10/2024
<b>Qualification</b>	B.E., M.B.A (Finance)
<b>Brief Resume</b>	Mr. Sachin Babubhai Mehta holds Bachelor in engineering and MBA (Finance) Degree. He worked as freelancer financer advisor and project management consultant from 1993-1999. Currently Mr. Sachin working as specialized civil engineering service provider since 1999 as a partner.
<b>Expertise in Specific functional area</b>	Banking and Finance
<b>List of public companies in which Directorship held</b>	Nil
<b>Names of listed entities in which the person also holds the directorship</b>	None except in this Company i.e. Gujarat Intrux Limited
<b>listed entities from which the Directors has resigned in the past three years</b>	Nil
<b>Chairmanship of the committees within the Company</b>	-
<b>Membership of the committees within the Company(Audit/Stakeholder Relationship)</b>	-
<b>Chairmanship of the committees in other public Companies(Audit/Stakeholder Relationship)</b>	-
<b>Membership of the committees in other public Companies(Audit/Stakeholder Relationship)</b>	-
<b>No of Board meetings attended</b>	FY2023-24: Not Applicable FY2024-25 : NIL
<b>Inter-se relationship with other directors</b>	Nil
<b>Remuneration Proposed to be paid/Paid</b>	No Remuneration except sitting fees for attending Board Meeting



<b>No.of equity share held of the company As on cut of date of sending this report</b>	Nil
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