



STRATMONT INDUSTRIES LIMITED

Corporate Office: Unit No. 505, A wing, 5th Floor, VIP Plaza, Veera Industrial Estate,
Off New Link Road, Opp. Citi Mall, Andheri (West), Mumbai - 400053.
Tel.: 022-40022510.

April 07, 2023

To,

Department of Corporate Services (DSC-CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Dear Sir(s)/Ma'am,

Subject: Outcome of Board Meeting pursuant Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing regulations")

Ref.: Stratmont Industries Limited

BSE Scrip Code: 530495

In terms of Regulation 30 read with Schedule III of the SEBI Listing Regulations, we hereby inform you that at the meeting of the Board of Directors ("Board") of Stratmont Industries Limited ("Company") held on Friday, 7th April, 2023 the Board has approved, inter alia, the following:

The Board has approved the Notice of the Extra-ordinary General Meeting of the Company and it is decided to be held on Saturday, 29th April, 2023 at 09.00 AM AT Shivam Party Hall Plot No.44-47, Rsc-13, Mangal Murty Road, Gorai-II, Borivali (West), Mumbai - 400 091. The Notice of the EGM will be available on the website of the Company and will be submitted to the Stock Exchanges in due course.

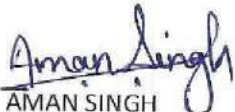
The Meeting commenced at 5.00 P.M. and concluded 6.00 P.M

We request you to take the same on your record and acknowledge the same.

Thanking you,

Yours faithfully,

For Stratmont Industries Limited



AMAN SINGH
Managing Director
Din: 09570849

Place: Mumbai



REGD. OFFICE: Unit No. 505, A wing, 5th Floor, VIP Plaza, Veera Industrial Estate, Off New Link Road,
Opp. Citi Mall, Andheri (West), Mumbai - 400053.

Email Id: info@stratmontindustries.com | **Website:** www.stratmontindustries.com

CIN : L28100MH1984PLC339397



STRATMONT INDUSTRIES LIMITED

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NOTICE OF EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS

NOTICE IS HEREBY GIVEN THAT AN EXTRA ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF STRATMONT INDUSTRIES LIMITED WILL BE HELD ON SATURDAY APRIL 29, 2023 AT 09:00 A.M. AT SHIVAM PARTY HALL PLOT NO.44-47,RSC-13,MANGAL MURTY ROAD, GORAI-II, BORIVALI (WEST),MUMBAI-400091, TO TRANSACT THE FOLLOWING :

SPECIAL BUSINESS:-

1. Approval of Related Party Transaction with Simplex coke & Refractory Private Limited

To consider and if thought fit, to pass with or without modification(s), the following resolutions as **Ordinary Resolutions**:

“RESOLVED THAT pursuant to Section 188 and other applicable provision ,if any of the Companies Act, 2013 and relevant Rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), in terms of other applicable provisions of the Securities Exchange Board of India (Listing Obligation Disclosure Requirement) Regulations, 2015 (“Listing Regulations”) as amended from time to time, enabling provisions of the Memorandum and Articles of Association of the Company, all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary and pursuant to the consent of the Audit Committee and the Board of Directors of the Company, the Members of the Company be and hereby accord their approval for the Purchase of Asset of the company as going concern basis and on such terms and conditions as detailed in the explanatory statement hereto as the Board may deem fit in the interest of the company for purchase of machinery from Simplex coke & Refractory Private Limited being a ‘**Related Party**’ within the meaning of the Companies Act,2013.

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board, be and is hereby authorised to do all things and to take all incidental and necessary steps for and on behalf of the Company and to take from time to time all decisions and steps necessary, expedient or proper, with respect to implementation of the above mentioned resolution (including finalizing, settling, executing and amending of, such documents/writings/ deeds/papers/agreements as may be necessary or incidental thereto, including assignment/conveyance/transfer documents, contracts, agreements and to seek their registration thereof with the concerned authorities, filing intimations with and/or obtaining approvals/consents with the concerned regulatory/statutory authorities, etc.), and also to take all other actions and decisions as it/they may, in its/their absolute discretion, deem appropriate and to deal with all questions or difficulties that may arise in the course of implementing the above resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors or to any Director or Officer(s) or Authorized Representative(s) of the Company in order to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolution are hereby approved, ratified and confirmed in all respect."



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2. TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND SECURITIES IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013

To consider, and if thought fit, to pass the following resolution with or without any modification(s) as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 186(3) and all other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder as applicable, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the provisions of the Company's Memorandum and Articles of Association, and subject to such other approvals, consents, sanctions and permissions, as may be necessary, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall include any Committee thereof) to give any loan(s) and/or any guarantee(s) and/or provide any security(ies) in connection with any loan(s) to any other body corporate or person and/ or to make any further investments/acquisition by way of subscription, purchase or otherwise, the securities (including equity shares, preference shares, debentures, or any other kind of instruments, whether convertible or not) of other body corporate, up to an over and above the limits available to the Company of 60% (Sixty Percent) of its paid up share capital, free reserves and securities premium account or 100% (One Hundred Percent) of its free reserves and securities premium.

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such deeds, documents and writings, as it may in its absolute discretion deem necessary or incidental and incur such expenses in relation thereto as it may deem appropriate including filing of necessary e-forms with Registrar of Companies

**By the Order of Board of Directors
(AmanSingh)
Managing Director**

Registered office:
505,5th Floor, VIP Plaza COPSL,
Veera Industrial Estate, New Link
Road, Andheri(W) Mumbai-
400053, MH, India

Date: 07.04.2023



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Notes:

1. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, with respect to the special business set out in the Notice is annexed hereto.
2. A Member entitled to attend and vote at the Extraordinary General Meeting (EGM), is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a Member. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than 10% of the total share capital of the company.
3. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote at the General Meeting.
4. Members are requested to bring their Attendance Slip along with their copy of EGM Notice to the Meeting.
5. The Notice of the EGM is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company /DP unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with RTA/DP.
6. Members desiring any additional information/clarification on the resolution are requested to send such requests at the earliest so as to enable the Management to keep the information ready at the EGM.
7. The facility for voting either through electronic voting system or ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting system may be able to exercise their right at the meeting.
8. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting as well as voting at the EGM through ballot paper.
9. That the members who have cast their vote by remote e-voting prior to meeting may also attend the meeting but shall not be entitled to cast their vote again.
10. Kindly note that the shareholders can opt only one mode of voting i.e either by e-voting or polling paper. If they are opting for e voting, they cannot vote physically and vice versa. However, in case shareholders cast their vote physically as well as through e-voting, voting done through e - voting will prevail and voting done physically will be treated as invalid.



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11. The Board of Directors has appointed Shравan Gupta, a practicing company secretary as the scrutinizer to process the e-voting and submit report to the chairman.
12. Compliance officer of the Company shall be responsible for addressing all the grievances of the shareholders in relation to the Extra Ordinary General Meeting including e-voting and his contact details are Email: cs.shravangupta@gmail.com, Phone No: 022-28900433.
13. The members may download the copy of the notice of this meeting and the results declared along with the scrutinizer's report from the website of the company (<http://www.stratmontindustries.com/>)
14. Route map showing the directions to reach the venue of the Extra Ordinary General Meeting is annexed hereto.

15. Voting through Electronic Means (E-Voting Facility):

- a) In compliance with provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is offering Remote E-voting facility to all the Shareholders of the Company in respect of the item to be transacted at this Meeting. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for facilitating remote e-voting for EGM. The user-id & password is mentioned at the bottom of the Attendance Slip/ email forwarded through the electronic notice. Procedure and Instructions for Remote e-voting are given hereunder. All members are requested to read those instructions carefully before casting their e-vote. For facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a Member using remote e-voting as well as the e-voting system on the date of the EOGM will be provided by CDSL.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the rules thereunder and Regulation 44 of SEBI LODR Regulations, the Company is offering E-voting facility to its members in respect of the business to be transacted at the Extra-ordinary General Meeting scheduled to be held on Saturday, 29TH April, 2023 at SHIVAM PARTY HALL PLOT NO.44-47, RSC-13, MANGAL MURTY ROAD, GORAI-II, BORIVALI (WEST), MUMBAI-400091 at 09.00 A.M.

- b) The Company has engaged the services of 'Central Depository Services (India)Limited' as the Authorized Agency to provide E-voting facilities. The e-voting facility will be available during the following voting period:

The instructions for e-voting are as under:

I. The Instructions for shareholders voting electronically are as under:

- (i) The voting period begins on April 26, 2023 at 9.a.m to April 28, 2023 at 5 p.m. during this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, and record date is 22.04.202 and the cut-off date of e-voting is April 22, 2023 of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.



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- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
- ❖ For CDSL: 16 digits beneficiary ID,
 - ❖ For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - ❖ Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii). If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders)
	<ul style="list-style-type: none">• Members who have not up to dated of their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.• In case the Folio number is less then 8 digit enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Rajesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format. Records for the said demat account or folio.
	<ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cutoff date in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through



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- (x) CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant 'STRATMONT INDUSTRIES LIMITED' on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non – Individual Shareholders and Custodians.
- Non – Individual shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details a compliance user should be created using the admin login and password. The compliance user would be able to link the account(s) which they wish to vote on.
 - The List of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
- ❖ The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of April 22, 2023.
 - ❖ Shravan A.Gupta, Company secretary in practice (CP.No.9990) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 - ❖ The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e- voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.



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❖ The results shall be declared at or after the Extra-ordinary General Meeting of the Company. The results declared along with The Scrutinizer's Report shall be placed on the Company's website www.stratmontindustries.com and on the website of CDSL within two (2) days of passing of the resolutions at the EGM of the Company and communicated to the BSE Limited.

1. Electronic copy of the Notice of the EGM of the Company, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the EGM of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
2. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the EGM of the Company.
3. The shareholders holding shares in physical form can avail of the nomination facility by filing Form SH-13 (in duplicate) pursuant to Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debenture) Rules, 2014 with the Company or its RTA and, in case of shares held in demat form, the nomination has to be lodged with their DP. For convenience, nomination form is attached at the end of the EGM Notice

Pursuant to Regulation 39(4)(c) of the SEBI(Listing Obligation and Disclosure Requirement) Regulation 2015, shares held physically and remaining unclaimed by shareholders due to insufficient/incorrect information or any other reason, have been transferred (in the demat mode) to one folio in name of 'Unclaimed Suspense Account' with one of the depository participants.

4. Members may also note that the Notice of the EGM will also be available on the Company's website www.stratmontindustries.com The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post, free of cost. For any communication, the shareholders may also send requests to the Company's investor email: info@stratmontindustries.com



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ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to section 102 of the Companies Act, 2013

In conformity with the provisions of Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the business under Item No. 1, and 2 mentioned in the accompanying Notice.

Item no.1 Approval for Related Party Transaction with Simplex coke & Refractory Private Limited:

Pursuant to the Provisions of Section 188 the proposed transaction is with Simplex coke & Refractory Private Limited which is a 'Related Party' Transaction as mentioned in clause (a) to (g) of the said section. Section 188 requires a company to obtain approval of the Board of Directors and subsequently the Shareholders of the Company by way of an Ordinary resolution in case the value of the Related party transactions exceeds the stipulated thresholds prescribed in Rule 15 of the said Rules and transactions other than in Ordinary course of business and on arm's length basis.

Section 188(1) (b) of the Companies Act, 2013 ("Act") read with Rule 15(3)(a)(ii) of the Companies (Meetings of Board and its Powers) Rules, 2014 require that any transaction entered into between related parties for selling or otherwise disposing of, or buying property of any kind, where the amount involved is equal to or exceeds 10% of the net worth of the company, is to be approved by the members of the company by way of passing an Ordinary resolution (Prior approval) except where the proposed related party transactions are in the Ordinary course of business and at arm's length basis. The Board, therefore, recommends the proposed resolution for your consideration and approval by way of an Ordinary Resolution. The details of the transaction are as under:

(a) Name of the related party: Simplex coke & Refractory Private Limited

(b) Name of the Director or Key Managerial Personnel who is related, if any:

i)Mr. Vatsal Agarwaal the Director Cum Promotor of "Stratmont Industries Limited " and " Simplex coke & refractory Private Limited " on the Board of the Company.

ii)Mr. Aman Singh the Managing Director of "Stratmont Industries Limited" & Director of "Simplex coke & refractory Private Limited" on the Board of the Company.

First proviso to Section 188 (1) further stipulates that no contract or arrangement, in the case of a company having a paid-up share capital of not less than such amount, or transactions exceeding such sums, as may be prescribed, shall be entered into except with the prior approval of the company by a resolution. The second proviso further states that no member of the company shall vote on such resolution, to approve any contract or arrangement which may be entered into by the company, if such member is a related party.

proviso to Section 188 of the companies Act,2013, Accordingly the transaction is required to be approved by the shareholders by way of an Ordinary resolution.



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Board recommends the resolution for the approval of the members.

None of the Directors except Mr.Vatsal Agarwaal & Mr. Aman singh are interested in the resolution.

All relevant documents referred in the Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days between 11:00 hrs. to 13:00 hrs. up to the date of declaration of the result of the Extra Ordinary General Meeting.

Item No.2 TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND SECURITIES IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT,2013

As per Subsection (2) & (3) Section 186 of the Companies Act, 2013 (hereinafter referred to as "the Act") requires every company to obtain the prior approval of the members' through special resolution in case company wants to or proposing to - a) give any loan to any person or other body corporate; b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding 60% of its of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more.

Your Company is growing and, therefore in order to capitulate the various opportunities of the prevailing industry, The Board of directors is seeking approval of the members pursuant to section 186 provision over and above the limit as specified in the resolution at item :2

The said approval is sought keeping in mind the fund requirement of the company to meet the urgent needs from time to time to yield and grow of the company.

The Board Commends the passing the special resolution as select at Item No.2 of the Notice.

None of the Directors/Key Managerial Personnel of the Company and/or their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution.

By the Order of Board of Directors

(Aman Singh)
Managing Director

Place: Mumbai
Date: 07.04.2023



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ATTENDANCE SLIP

PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING HALL AND HAND IT OVER AT THE ENTRANCE

I/We hereby record my/our presence at the **Extra Ordinary General Meeting** of the Company being held on Saturday the April 29,2023 at 09:00 AM at Shivam Party Hall Plot no.44-47,RSC-13,Mangal Murty Road,Gorai-II, Borivali (west),Mumbai-400091.

Serial No : _____

Name and Registered Address of the
Sole/First Named Member :

Name(s) of the Joint Member(s), if any :
Regd Folio No. / DP ID /Client ID No. :
Number of shares held :
Name of the Proxy / Representative :

Signature of the Member / Proxy /
Authorized Representative

NAME OF THE HOLDER	FOLIO/DPID/CLIENT ID NO.	NO. OF SHARES

FOR ATTENTION OF MEMBERS

Members may please note the electronic voting particulars are set out below for the purpose of e-voting in terms of section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014. Detailed instructions for e-voting are given in the Extra Ordinary General Meeting notice.

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD / PIN

Note: Please follow the e-voting instructions mentioned in the Notice.



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Proxy Form

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

Name of the Member(s): _____
Registered Address: _____

I/We, being the member(s) of **STRATMONT INDUSTRIES LIMITED** holding _____ shares of the company, hereby appoint:

- Name: _____ Email ID: _____
Address: _____ Signature: _____ or failing him/her
- Name: _____ Email ID: _____
Address: _____ Signature: _____ or failing him/her
- Name: _____ Email 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 being held on Saturday, the April 29, 2023 at 10.00 a.m. at Shivam Party Hall Plot no.44-47,RSC-13,Mangal Murty Road,Gorai-II, Borivali (west),Mumbai-400091. and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolution	For	Against
Special Business			
1.	To approve Related Party Transaction "RESOLVED THAT pursuant to Section 188 and other applicable provision ,if any of the Companies Act, 2013 and relevant Rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), in terms of other applicable provisions of the Securities Exchange Board of India (Listing Obligation Disclosure Requirement) Regulations, 2015 ("Listing Regulations") as amended from time to time, enabling provisions of the Memorandum and Articles of Association of the Company, all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary and pursuant to the consent of the Audit Committee and the Board of Directors of the Company, the Members of the Company be and hereby accord their approval for the Purchase of Asset of the company as going concern basis and on such terms and conditions as detailed in the explanatory statement hereto as the Board may deem fit in the interest of the company for purchase of machinery from Simplex coke & Refractory Private Limited being a 'Related Party' within the meaning of the Companies Act,2013. "RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board, be and is hereby authorised to do all things and to take all incidental and necessary steps for and on behalf of the Company and to take from time to time all decisions and steps necessary, expedient or proper, with respect to implementation of the above mentioned resolution (including finalizing, settling, executing and amending of, such documents/writings/ deeds/papers/agreements as may be necessary or incidental thereto, including assignment/conveyance/transfer documents, contracts, agreements and to seek their registration thereof with the concerned authorities, filing intimations with and/or obtaining approvals/consents with the concerned regulatory/statutory authorities, etc.), and also to take all other actions and decisions as it/they may, in its/their absolute discretion, deem appropriate and to deal with all questions or difficulties that may arise in the course of implementing the above resolution.		
2	"RESOLVED THAT pursuant to the provisions of Section 186(3) and all other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder as applicable, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the provisions of the Company's Memorandum and Articles of Association, and subject to such other approvals, consents, sanctions and permissions, as may be necessary, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall include any Committee thereof) to give any loan(s) and/or any guarantee(s) and/or provide any security(ies) in connection with any loan(s) to any other body corporate or person and/ or to make any further investments/acquisition by way of subscription, purchase or otherwise, the securities (including equity shares, preference shares, debentures, or any other kind of instruments, whether convertible or not) of other body corporate, up to an over and above the limits available to the Company of 60% (Sixty Percent) of its paid up share capital, free reserves and securities premium account or 100% (One Hundred Percent) of its free reserves and securities premium.		

Signed this..... day of..... 2023

Signature of Proxy holder(s)

(Affix Revenue Stamp of appropriate value)

Signature of shareholder

NOTES:

- This form of Proxy in order to be effective should be duly completed and stamped and deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the Extra Ordinary General Meeting.
- In terms of Clause 8.4.1 of Secretarial Standard – 2 on General Meetings, the Proxy-holder shall prove his identity at the time of attending the Meeting.

