



LOYAL Equipments limited.

Regd. Office & Works : Block No.: 33/34/35/1-2-3-4-5, Village : Zak,
Ta.: Dahegam, Dist : Gandhinagar - 382 330, GUJARAT, INDIA
Contact No.: +91 90990 39955
E-mail : Info@loyalequipments.com, www.loyalequipments.com
CIN NO. L29190GJ2007PLC050607

ISO 9001 : 2015 Certified
ASME - U, U2, R & NB Certified

Date: December 01, 2020

To,

**The Compliance Department,
B.S.E. Limited,
P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001
Maharashtra, India.**

(Ref.: Loyal Equipments Ltd., Scrip Code: 539227)

Sub: Intimation of Annual General Meeting of the Members of the Company and outcome of Board Meeting as per Regulation 30 of SEBI (LODR), 2015

Dear Sir/Ma'am,

This is to inform you that Thirteen Annual General Meeting of the Members of Loyal Equipments Limited will be held on Saturday, December 26, 2020 at 11.00 AM at via Video Conferencing ('VC') / other Audio-Visual Means ('OAVM'). The Notice containing the businesses to be transact in Meeting of Members is attached herewith.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have provided the facility to vote by electronic means (e-voting) on all resolutions as set out in the notice of AGM to those members, who are holding shares either in physical or in electronic form as on the cut-off date i.e. Saturday, December 19, 2020. The Remote e-voting will commence at 9:00 A.M. on Wednesday, December 23, 2020 and ends at 5:00 P.M. on Friday, December 25, 2020.

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that a meeting of Board of Directors of the company held today on Tuesday, December 01, 2020 and passed the following resolutions:

1. Fixes the date for Annual General Meeting to be held on December 26, 2020 via Video Conferencing ('VC') / other Audio-Visual Means ('OAVM') and adopt notice for Annual General Meeting.
2. Appointment of Director in place of Mr. Rameshchandra Nathalal Patel (DIN-01307699) who retires by rotation and, being eligible, offers herself for re-appointment.
3. Re-appointment of Mr. Rameshchandra Nathalal Patel (DIN-01307699) as the Chairman & Whole-time Director of the Company for a period of five (5) years.

For, LOYAL equipments limited


Director / Managing Director



LOYAL Equipments limited.

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4. Re-appointment of Mrs. Jyotsana Rameshchandra Patel (DIN-01307770) as the Whole-time Director of the Company for a period of five (5) years.
5. Re-appointment of Mr. Alkesh Rameshchandra Patel (DIN-02672297) as the Managing Director of the Company for a period of five (5) years.
6. Re-appointment of Mr. Babubhai Bhulabhai Patel as an Independent Director of the Company for a period of five (5) years.
7. Re-appointment of Mr. Girish Nathubhai Desai as an Independent Director of the Company for a period of five (5) years.
8. Re-appointment of Mr. Kalpesh Lalitchandra Joshi as an Independent Director of the Company for a period of five (5) years.

You are requested to kindly take the same on record and inform all those concerned accordingly.

Thanking you,

Yours faithfully,

For Loyal Equipments Limited


Alkesh Rameshchandra Patel
Managing Director
DIN - 02672297



Place – Dahegam

Enclosure – As above

NOTICE

Notice is hereby given that the thirteen Annual General Meeting of the members of Loyal Equipments Limited will be held on Saturday, December 26, 2020 at 11.00 IST through Video Conferencing ('VC') / other Audio-Visual Means ('OAVM') to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt

- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Auditors thereon; and

2. To appoint a Director in place of Mr. Rameshchandra Nathalal Patel (DIN-01307699) who retires by rotation and, being eligible, offers himself for re-appointment.

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Rameshchandra Nathalal Patel (DIN-01307699) who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

3. Re-appointment of Mr. Rameshchandra Nathalal Patel (DIN-01307699) as the Chairman & Whole-time Director of the Company for a period of five (5) years.

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 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, as amended from time to time and its rules made thereunder read with Schedule V of the Companies Act 2013, (including any statutory modification(s) or reenactment thereof for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rameshchandra Nathalal Patel (DIN-01307699) be and is hereby re-appointed as the Chairman & Whole-time Director of the Company in the board meeting held on June 10, 2020 subject to approval of member in this general meeting for a period of five (5) years with effect from June 11, 2020 to June 10, 2025 on the terms and conditions of appointment as decided by Board. The consent of the members be and is hereby accorded to re-appoint/continue the Directorship of Mr. Rameshchandra Nathalal Patel, who is being re-appointed as the Chairman & Whole-time Director of the Company, for a second term of five consecutive years.

RESOLVED FURTHER THAT all other existing terms and condition of appointment and remuneration shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining necessary approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of its powers herein conferred to any Director, Company Secretary or any other officer(s) of the Company”.

4. Re-appointment of Mrs. Jyotsana Rameshchandra Patel (DIN-01307770) as the Whole-time Director of the Company for a period of five (5) years.

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 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, as amended from time to time and its rules made thereunder read with Schedule V of the Companies Act 2013, (including any statutory modification(s) or reenactment thereof for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Jyotsana Rameshchandra Patel (DIN-01307770) be and is hereby re-appointed as the Whole-time Director of the Company in the board meeting held on June 10, 2020 subject to approval of member in this general meeting for a period of five (5) years with effect from June 11, 2020 to June 10, 2025 on the terms and conditions of appointment as decided by Board. The consent of the members be and is hereby accorded to re-appoint/continue the Directorship of Mrs. Jyotsana Rameshchandra Patel, who is being re-appointed as the Whole-time Director of the Company, for a second term of five consecutive years.

RESOLVED FURTHER THAT all other existing terms and condition of appointment and remuneration shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining necessary approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of its powers herein conferred to any Director, Company Secretary or any other officer(s) of the Company”.

5. Re-appointment of Mr. Alkesh Rameshchandra Patel (DIN-02672297) as the Managing Director of the Company for a period of five (5) years.

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 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, as amended from time to time and its rules made thereunder read with Schedule V of the Companies Act 2013, (including any statutory modification(s) or reenactment thereof for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Mr. Alkesh Rameshchandra Patel (DIN-02672297) be and is hereby re-appointed as the Managing Director of the Company in the board meeting held on June 10, 2020 subject to approval of member in this general meeting for a period of five (5) years with effect from June 11, 2020 to June 10, 2025 on the terms and conditions of appointment as decided by Board. The consent of the members be and is hereby accorded to re-appoint/continue the Directorship of Mr. Alkesh Rameshchandra Patel, who is being re-appointed as the Managing Director of the Company, for a second term of five consecutive years.

RESOLVED FURTHER THAT all other existing terms and condition of appointment and remuneration shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining necessary approvals in relation to the above and to execute all such documents, instruments and writings as may be

required in this connection and to delegate all or any of its powers herein conferred to any Director, Company Secretary or any other officer(s) of the Company”.

6. Re-appointment of Mr. Babubhai Bhulabhai Patel as an Independent Director of the Company for a period of five (5) years.

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 Section 149,152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 as amended from time to time and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modifications(s) or reenactment thereof for the time being in force), the relevant provisions of SEBI (LODR) Regulations, 2015, Mr. Babubhai Bhulabhai Patel (DIN 00116495), who has given his consent for the re-appointment and has submitted a declaration that he meets the criteria for independence under Section 149 of the Act and the applicable regulation of SEBI (LODR) Regulations, 2015 and also declared that he has not been debarred from holding the office of director or continuing as a director of company by SEBI/ MCA or any other authority in India or abroad and is eligible for re-appointment and whose re-appointment has been recommended by the Nomination and Remuneration Committee and by the Board of Directors of the Company in the board meeting held on June 10, 2020 subject to approval of member in this general meeting for a period of five (5) years with effect from June 11, 2020 to June 10, 2025. The consent of the members be and is hereby accorded to re-appoint/continue the Directorship of Mr. Babubhai Bhulabhai Patel, who is being re-appointed as an Independent Director of the Company, for a second term of five consecutive years.

RESOLVED FURTHER THAT the Board of Directors, the Chief Financial Officer or the Company Secretary be and are hereby severally Authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

7. Re-appointment of Mr. Girish Nathubhai Desai as an Independent Director of the Company for a period of five (5) years.

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 Section 149,152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 as amended from time to time and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modifications(s) or reenactment thereof for the time being in force), the relevant provisions of SEBI (LODR) Regulations, 2015, Mr. Babubhai Bhulabhai Patel (DIN 00116495), who has given his consent for the re-appointment and has submitted a declaration that he meets the criteria for independence under Section 149 of the Act and the applicable regulation of SEBI (LODR) Regulations, 2015 and also declared that he has not been debarred from holding the office of director or continuing as a director of company by SEBI/ MCA or any other authority in India or abroad and is eligible for re-appointment and whose re-appointment has been recommended by the Nomination and Remuneration Committee and by the Board of Directors of the Company, in the board meeting held on June 10, 2020 subject to approval of member in this general meeting for a period of five (5) years with effect from June 11, 2020 to June 10, 2025. The consent of the members be and is hereby accorded to re-appoint/continue the Directorship of Mr. Girish Nathubhai Desai, who is being re-appointed as an Independent Director of the Company, for a second term of five consecutive years.

RESOLVED FURTHER THAT the Board of Directors, the Chief Financial Officer or the Company Secretary be and are hereby severally Authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

8. Re-appointment of Mr. Kalpesh Lalitchandra Joshi as an Independent Director of the Company for a period of five (5) years.

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 Section 149,152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 as amended from time to time and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modifications(s) or reenactment thereof for the time being in force), the relevant provisions of SEBI (LODR) Regulations, 2015, Mr. Kalpesh Lalitchandra Joshi (DIN 07210197), who has given his consent for the re-appointment and has submitted a declaration that he meets the criteria for independence under Section 149 of the Act and the applicable regulation of SEBI (LODR) Regulations, 2015 and also declared that he has not been debarred from holding the office of director or continuing as a director of company by SEBI/ MCA or any other authority in India or abroad and is eligible for re-appointment and whose re-appointment has been recommended by the Nomination and Remuneration Committee and by the Board of Directors of the Company in the board meeting held on June 10, 2020 subject to approval of member in this general meeting for a period of five (5) years with effect from June 11, 2020 to June 10, 2025. The consent of the members be and is hereby accorded to re-appoint/continue the Directorship of Mr. Kalpesh Lalitchandra Joshi, who is being re-appointed as an Independent Director of the Company, for a second term of five consecutive years years.

RESOLVED FURTHER THAT the Board of Directors, the Chief Financial Officer or the Company Secretary be and are hereby severally Authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

**By order of the Board of Directors
For Loyal Equipments Limited**

Sd/-

**Akanksha Aswani
Company Secretary**

Place – Gandhinagar, Gujarat

Date – December 01, 2020

NOTES:

1. Explanatory Statement pursuant to Section 102 of the Act relating to Items nos. 3, 4, 5, 6, 7 and 8 of the Notice of the 13th AGM, is annexed hereto. Also, relevant details in respect of Directors seeking re-appointment at the AGM, in terms of Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Clause 1.2.5 of Secretarial Standard – 2 on General Meetings are also annexed to this notice.
2. In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 20/ 2020 dated 5th May, 2020, read with General Circular No. 14/ 2020 dated 8th April, 2020 and General Circular No. 17/ 2020 dated 13th April, 2020 (collectively referred to as “said Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Shareholders at a common venue. Accordingly, in compliance with the applicable provisions of the Companies Act, 2013 (“Act”) read with the said Circulars and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Company has decided to convene its ensuing 13th AGM through VC/ OAVM and the Shareholders can attend and participate in the ensuing AGM through VC/ OAVM.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. However, since this AGM is being held through VC/ OAVM, whereby physical attendance of Shareholders has been dispensed with and in line with the said Circulars read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 (“said SEBI Circular”) issued by the Securities and Exchange Board of India (“SEBI”), **THE FACILITY TO APPOINT A PROXY TO ATTEND AND CAST VOTE FOR THE SHAREHOLDER IS NOT MADE AVAILABLE FOR THIS AGM** and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in terms of the provisions of Section 112 and 113 of the Act read with the said Circulars, Corporate Members are entitled to appoint their authorized representatives to attend the AGM through VC/ OAVM on their behalf and participate thereat, including cast votes by electronic means (details of which are provided separately, herein below). Such Corporate Members are requested to refer ‘General Guidelines for Shareholders’ provided in the Point No. 8 herein below, for more information.
4. The Shareholders can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned herein below in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1,000 Shareholders on ‘first come first serve’ basis. This will not include large Shareholders (i.e. Shareholders holding 2% or more), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of ‘first come first serve’ basis.
5. The attendance of the Shareholders attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. In view of the outbreak of the COVID-19 pandemic, resultant difficulties involved in dispatching of physical copies of the Annual Report and in line with the said Circulars issued by the MCA and said SEBI Circular, the Annual Report including Notice of the 13th AGM of the Company inter alia indicating the process and manner of e-voting is being sent only by Email, to all the Shareholders whose Email IDs are registered with the Company/ Depository Participant(s) for communication purposes to the Shareholders and to all other persons so entitled. Further, in terms of the applicable provisions of the Act, SEBI Listing Regulations read with the said Circulars issued by MCA and said SEBI Circular, the Annual Report including Notice of the 13th AGM of the Company will also be available on the website of the Company at www.loyalequipments.com. The same can also be

accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com respectively and on the website of CDSL i.e. www.evotingindia.com.

7. Brief Resume of the Director(s) seeking re-appointment, as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 {SEBI (LODR) Regulations, 2015} and Secretarial Standard on General Meeting (SS-2) as amended issued by the Institute of Company Secretaries of India (ICSI) is annexed hereto and forms part of Notice.
8. Members joining the meeting through VC who have not already cast their vote by means of remote e-voting shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
9. The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, December 20, 2020 to Saturday, December 26, 2020 (both days will be inclusive).
10. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Link Intime India Private Limited ('the RTA') to provide efficient and better services.

The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts.

11. Members seeking any information with regard to the accounts, are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the AGM.
12. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.

13. **DOCUMENTS OPEN FOR INSPECTION**

- (i) All the documents referred to in the accompanying notice and the statement pursuant to Section 102(1) of the Companies Act, 2013 shall be available for inspection through electronic mode without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members are requested to write to the Company for inspection of said documents; and
- (ii) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act and relevant documents referred to in this Notice of AGM and explanatory statement, will be available electronically for inspection by the members during the AGM, upon login to <https://instameet.linkintime.co.in>

14. The Company's Registrar and Transfer Agent for its Share Registry Work (Physical and Electronic) is Link Intime India Private Limited having their office at C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083.
15. There is no record date for the purpose of Dividend as the same is not recommended by the Board of Directors for the financial year 2019-20.
16. **Electronic dispatch of Annual Report and process for registration of email id for obtaining copy of Annual Report:** In compliance with the aforementioned MCA and SEBI Circulars, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Registrar and Share Transfer Agent/Depository Participant. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.loyalpequipments.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of Link Intime India Private Limited <https://www.linkintime.co.in>. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only

VOTING THROUGH ELECTRONIC MEANS:

17. In terms of the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 (as amended from time to time) and Regulation 44 of the SEBI Listing Regulations and the said Circulars, the Company is pleased to provide the facility of "e-voting" to its Shareholders, to enable them to cast their votes on the resolutions proposed to be passed at the AGM, by electronic means. The instructions for e-voting are given herein below. The Company has engaged the services of Central Depository Securities Limited ("CDSL"), who will provide the e-voting facility of casting votes to a Shareholder using remote e-voting system (e-voting from a place other than venue of the AGM) ("remote e-voting") as well as e-voting during the proceeding of the AGM ("e-voting at the AGM").

Further, in accordance with Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company has fixed Saturday, December 19, 2020 as the "cut-off date" to determine the eligibility to vote by remote e-voting or e-voting at the AGM.

18. 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, i.e. Saturday, December 19, 2020, shall be entitled to avail the facility of remote e-voting or e-voting at the AGM. Only those Shareholders, who will be present at the AGM through VC/ OAVM facility and who would not have cast their vote by remote e-voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM.
19. **The instructions for shareholders voting electronically are as under:**
 - (i) The voting period begins on Wednesday, December 23, 2020 from 9.00 A.M and ends on Friday, December 25, 2020 at 5.00 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 on Saturday, December 19, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The e-voting module shall be disabled by CDSL for voting thereafter.
 - A. Members whose e-mail address are registered with the Company / Depository Participants will receive an email from CDSL Informing your ID and password:
 1. Open e-mail and open PDF file viz., "remote e- voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.

2. Launch internet browser by typing the following: URL: <https://www.evotingindia.com>
3. Click on Shareholders/Member- Login
4. If you are already registered with CDSL for e-voting, then you can use your existing user ID and password for casting your vote.
5. If you are logging in for the first time, please enter the User ID and password provided in the pdf file attached with the e-mail as initial password. The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.
6. 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.
7. Next enter the Image Verification as displayed and Click on Login.
8. 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.
9. 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 updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits 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 Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction 6.

10. After entering these details appropriately, click on "SUBMIT" tab.
11. Members holding shares in physical form will then directly reach 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 CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

12. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
13. Click on the EVSN for Loyal Equipments Limited for voting.
14. 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.
15. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
16. 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.
17. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
18. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
19. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
20. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
21. Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the 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) for which they wish to vote on.
 - The list of accounts linked in the login 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 the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
22. 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
23. Any person who acquired shares of the company and becomes shareholders of the company after dispatch of the Notice of AGM and holds shares as of the cut-off date i.e. Saturday, December 19, 2020, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com of Issuer/RTA.
24. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off dated Saturday, December 19, 2020

25. The board of directors has appointed Mr. Arpit Gupta (Membership No. - 421544), Practicing Chartered Accountants, Partner of M/s A Y & Company (Formerly Known as M/s Arpit R Gupta & Company) (404, Forth Floor, ARG Corporate Park, Ajmer Road, Gopalbari Jaipur-302006, Rajasthan, India) as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.
26. The Scrutinizer shall after the conclusion of voting at the general meeting will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e- voting in the presence of at least two witnesses not in the employment of the company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any to the chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
27. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.loyalpequipments.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to Stock Exchange.
28. The entire Annual Report is also available on the Company's website www.loyalequipments.com.

**By order of the Board of Directors
For Loyal Equipments Limited**

Sd/-

**Akanksha Aswani
Company Secretary**

**Place – Dahegam, Gandhinagar
Date – December 01, 2020**

BRIEF RESUME OF THE DIRECTOR(S) SEEKING RE-APPOINTMENT AT THE 13TH ANNUAL GENERAL MEETING TO BE HELD AT DECEMBER 26, 2020.

Particulars	Mr. Rameshchandra Nathalal Patel	Mr. Alkesh Rameshchandra Patel	Mrs. Jyotsanaben Rameshchandra Patel
Date of Birth	23/10/1946	09/12/1970	18/10/1948
Date of Appointment	13/06/2015	13/06/2015	13/06/2015
Qualifications	Senior Higher Secondary	Senior Higher Secondary & Certification course in Maintenance Technician	9 th Class
Expertise in specific functional areas	Mr. Rameshchandra Nathalal Patel is the Chairman & Whole Time Director of our Company. He is one of the founder promoters of our Company. He has overall experience of 45 Years in the business activities such as manufacturing of equipment.	Mr. Alkesh Rameshchandra Patel is the Managing Director of our Company. He has more than 27 years of experience in the equipments manufacturing sector. Having active involvement in activities of the Company including manufacturing, designing, and development of customize product and marketing of all equipments manufactured.	Mrs. Jyotsanaben Rameshchandra Patel is the Whole Time Director of our Company. She is one of the founder promoters of our Company. She is having sound and rich experience of our Industry.
Directorships held in other listed companies (excluding foreign companies and Section 8 companies)	None	None	None
Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.)	None	None	None
Number of shares held in the Company	21,00,000	20,99,940	33,00,000
Relationships with other Directors, Manager and other Key Managerial personnel	The appointee and Managing Director related to each other as Father and Son and appointee with other Whole Time Director as Husband and Wife.	The appointee and Whole-time Directors related to each other as Son and Father & Mother	The appointee and Managing Director related to each other as Mother and Son and appointee with other Whole Time Director as wife and husband.
Details of remuneration paid / sought to be paid	Rs. 5,00,000 per month	Rs. 8,00,000 per month	Rs. 1,00,000 per month
Number of meetings of the Board attend during the year	The number of meetings of the Board attended during the year are mentioned in	The number of meetings of the Board attended during the year are mentioned in	The number of meetings of the Board attended during the year are

	the Corporate Governance Report forming part of Annual Report of the Company for the financial year 2019-20.	the Corporate Governance Report forming part of Annual Report of the Company for the financial year 2019-20.	mentioned in the Corporate Governance Report forming part of Annual Report of the Company for the financial year 2019-20.
DIN	01307699	02672297	01307770

Particulars	Mr. Babubhai Bhulabhai Patel	Mr. Girish Nathubhai Desai	Mr. Kalpesh Lalitchandra Joshi
Date of Birth	05/04/1939	15/01/1948	13/10/1967
Date of Appointment	11/06/2015	11/06/2015	13/06/2015
Qualifications	Bachelor Degree in Economics, Masters in Labour Welfare and Diploma in Personnel Management.	Bachelors in Mechanical Engineering	Bachelors in Mechanical Engineering
Expertise in specific functional areas	Mr. Babubhai Bhulabhai Patel is Non-Executive & Independent of the Company with having degree in Economics and Law along with masters in Labour Welfare from Gujarat University and Diploma in Personnel Management from London School of Economics and Political Science. He has experience of 60 years in field of Human Resource Management.	Mr. Girish Nathubhai Desai is Non-Executive & Independent of the Company and is Graduate in field of Mechanical Engineering from Gujarat University with having 50 years of experience in field of designing material management, projects and operation in managerial cadre.	Mr. Kalpesh Lalitchandra Joshi is Non-Executive & Independent of the Company with having 25 years of experience in field of equipment manufacturing industry. He has vast experience in purchase, supply chain and strategic sourcing and international sourcing function of pressure vessels.
Directorships held in other listed companies (excluding foreign companies and Section 8 companies)	None	None	1
Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.)	None	None	3
Number of shares held in the Company	Nil	Nil	Nil
Relationships with other Directors, Manager and	Nil	Nil	Nil

other Key Managerial personnel			
Details of remuneration paid / sought to be paid	Nil	Nil	Nil
Number of meetings of the Board attend during the year	The number of meetings of the Board attended during the year are mentioned in the Corporate Governance Report forming part of Annual Report of the Company for the financial year 2019-20.	The number of meetings of the Board attended during the year are mentioned in the Corporate Governance Report forming part of Annual Report of the Company for the financial year 2019-20.	The number of meetings of the Board attended during the year are mentioned in the Corporate Governance Report forming part of Annual Report of the Company for the financial year 2019-20.
DIN	00116495	02824731	07210197

EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 3

Mr. Rameshchandra Nathalal Patel (DIN: 01307699) was appointed as Chairman & Whole-time Director for a period of five years effective from June 13, 2015. His first term therefore comes to an end on June 12, 2020. Mr. Rameshchandra Nathalal Patel was reappointed as Chairman & Whole-time Director in Board meeting held on June 10, 2020 for a further period of 5 (five) years from June 11, 2020 to June 10, 2025 subject to approval of members in ensuring general meeting.

Considering the valuable contribution, commitment, guidance and services being rendered by Mr. Rameshchandra Nathalal Patel for the sustained growth of the Company, it is proposed to seek members' approval for the re-appointment and continuance of Mr. Rameshchandra Nathalal Patel as Chairman & Whole-time Director of the Company on the same remuneration as decided by nomination and remuneration committee.

Mr. Rameshchandra Nathalal Patel, Mr. Alkesh Rameshchandra Patel and Mrs. Jyotsana Rameshchandra Patel are interested in the resolution. The relatives of Mr. Rameshchandra Nathalal Patel may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Director/Key Managerial Personnel of the Company/their relatives are, interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 3 of the Notice for approval by the members.

Item No. 4

Mrs. Jyotsanaben Rameshchandra Patel (DIN: 01307700) was appointed as Whole-time Director for a period of five years effective from June 13, 2015. His first term therefore comes to an end on June 12, 2020. Mrs. Jyotsanaben Rameshchandra Patel was reappointed as Whole-time Director in Board meeting held on June 10, 2020 for a further period of 5 (five) years from June 11, 2020 to June 10, 2025 subject to approval of members in ensuring general meeting.

Considering the valuable contribution, commitment, guidance and services being rendered by Mrs. Jyotsanaben Rameshchandra Patel for the sustained growth of the Company, it is proposed to seek members' approval for the re-appointment and continuance of Mrs. Jyotsanaben Rameshchandra Patel as Whole-time Director of the Company on the same remuneration as decided by nomination and remuneration committee.

Mrs. Jyotsana Rameshchandra Patel, Mr. Rameshchandra Nathalal Patel and Mr. Alkesh Rameshchandra Patel are interested in the resolution. The relatives of Mrs. Jyotsanaben Rameshchandra Patel may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Director/Key Managerial Personnel of the Company/their relatives are, interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 4 of the Notice for approval by the members.

Item No. 5

Mr. Alkesh Rameshchandra Patel (DIN: 02672297) was appointed as Managing Director for a period of five years effective from June 13, 2015. His first term therefore comes to an end on June 12, 2020. Mr. Alkesh Rameshchandra

Patel was reappointed as Managing Director in Board meeting held on June 10, 2020 for a further period of 5 (five) years from June 11, 2020 to June 10, 2025 subject to approval of members in ensuring general meeting.

Considering the valuable contribution, commitment, guidance and services being rendered by Mr. Alkesh Rameshchandra Patel for the sustained growth of the Company, it is proposed to seek members' approval for the re-appointment and continuance of Mr. Alkesh Rameshchandra Patel as Managing Director of the Company on the same remuneration as decided by nomination and remuneration committee.

Mr. Alkesh Rameshchandra Patel, Mr. Rameshchandra Nathalal Patel and Mrs. Jyotsana Rameshchandra Patel are interested in the resolution. The relatives of Mr. Alkesh Rameshchandra Patel may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Director/Key Managerial Personnel of the Company/their relatives are, interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

Item No. 6

As per the provisions of Sections 149, 152 & Schedule IV of the Companies Act, 2013 read with the relevant Rules thereunder as amended, the Company had appointed Mr. Babubhai Bhulabhai Patel as an Independent Directors at the EGM of the Company held on June 11, 2015 for a term of 5 years and their term ends at the June 10, 2020.

As the above-named Independent Directors shall be completing their first term of appointment and they are eligible for re-appointment for another term of five consecutive years in the Board Meeting held on June 10, 2020 subject to approval of the Members by Special Resolution in ensuring general meeting. The abovenamed Independent Directors have consented to their re-appointment and confirmed that they are not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act. The Company has also received the declarations from the said Directors stating that they meet all the criteria of Independence, as prescribed under Section 149(6) of the Act and under Regulation 16 (b) of SEBI (LODR) Regulations, 2015 and they are not been debarred from holding the office of director or continuing as a director of company by SEBI/MCA or any other authority in India or abroad.

Based on the performance evaluation of the Independent Directors, the Nomination & Remuneration Committee and the Board of Directors of the Company at their Meeting held on June 10, 2020 have recommended the reappointment of the afore said persons as an Independent Director for a second term of five consecutive years effective from June 11, 2020 to June 10, 2025. During their tenure of appointment, they shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013. In the opinion of the Board, they fulfil the conditions for re-appointment as Independent Directors and they are independent of the Management.

Brief resume of above Independent Directors, nature of their expertise in specific function areas and names of companies in which they hold directorship and memberships/ chairmanships of the Board Committees, shareholding and relationships between directors inter-se as stipulated under SEBI (LODR) Regulations, 2015, are provided in the Annexure to this Notice, which is forming part of the Annual Report.

None of the Directors or Key Managerial Personnel of the Company and their relatives other than the concerned Independent Directors are in anyway deemed to be concerned or interested, financially or otherwise, in the Resolutions as set out in Item No. 6 of the Notice.

The Board recommends the Special Resolutions as set out in Item No. 6 of the Notice for approval of the Member.

Item No. 7

As per the provisions of Sections 149, 152 & Schedule IV of the Companies Act, 2013 read with the relevant Rules thereunder as amended, the Company had appointed Mr. Girish Nathubhai Desai as an Independent Directors at the EGM of the Company held on June 11, 2015 for a term of 5 years and their term ends at the June 10, 2020.

As the above-named Independent Directors shall be completing their first term of appointment and they are eligible for re-appointment for another term of five consecutive years in Board Meeting held on June 10, 2020 subject to approval of the Members by Special Resolution in ensuring general meeting. The abovenamed Independent Directors have consented to their re-appointment and confirmed that they are not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act. The Company has also received the declarations from the said Directors stating that they meet all the criteria of Independence, as prescribed under Section 149(6) of the Act and under Regulation 16 (b) of SEBI (LODR) Regulations, 2015 and they are not been debarred from holding the office of director or continuing as a director of company by SEBI/MCA or any other authority in India or abroad.

Based on the performance evaluation of the Independent Directors, the Nomination & Remuneration Committee and the Board of Directors of the Company at their Meeting held on June 10, 2020 have recommended the reappointment of the afore said persons as an Independent Director for a second term of five consecutive years effective from June 11, 2020 to June 10, 2025. During their tenure of appointment, they shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013. In the opinion of the Board, they fulfil the conditions for re-appointment as Independent Directors and they are independent of the Management.

Brief resume of above Independent Directors, nature of their expertise in specific function areas and names of companies in which they hold directorship and memberships/ chairmanships of the Board Committees, shareholding and relationships between directors inter-se as stipulated under SEBI (LODR) Regulations, 2015, are provided in the Annexure to this Notice, which is forming part of the Annual Report.

None of the Directors or Key Managerial Personnel of the Company and their relatives other than the concerned Independent Directors are in anyway deemed to be concerned or interested, financially or otherwise, in the Resolutions as set out in Item No. 7 of the Notice.

The Board recommends the Special Resolutions as set out in Item No. 7 of the Notice for approval of the Member.

Item No. 8

As per the provisions of Sections 149, 152 & Schedule IV of the Companies Act, 2013 read with the relevant Rules thereunder as amended, the Company had appointed Mr. Kalpesh Lalitchandra Joshi as an Independent Directors at the EGM of the Company held on June 13, 2015 for a term of 5 years and their term ends at the June 12, 2020.

As the above-named Independent Directors shall be completing their first term of appointment and they are eligible for re-appointment for another term of five consecutive years in the Board Meeting held on June 10, 2020 subject to approval of the Members by Special Resolution in ensuring general meeting. The abovenamed Independent Directors have consented to their re-appointment and confirmed that they are not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act. The Company has also received the declarations from the said Directors stating that they meet all the criteria of Independence, as prescribed under Section 149(6) of the Act and under Regulation 16 (b) of SEBI (LODR) Regulations, 2015 and they are not been debarred from holding the office of director or continuing as a director of company by SEBI/MCA or any other authority in India or abroad.

Based on the performance evaluation of the Independent Directors, the Nomination & Remuneration Committee and the Board of Directors of the Company at their Meeting held on June 10, 2020 have recommended the reappointment of the afore said persons as an Independent Director for a second term of five consecutive years effective from June 11,

2020 to June 10, 2025. During their tenure of appointment, they shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013. In the opinion of the Board, they fulfil the conditions for re-appointment as Independent Directors and they are independent of the Management.

Brief resume of above Independent Directors, nature of their expertise in specific function areas and names of companies in which they hold directorship and memberships/ chairmanships of the Board Committees, shareholding and relationships between directors inter-se as stipulated under SEBI (LODR) Regulations, 2015, are provided in the Annexure to this Notice, which is forming part of the Annual Report.

None of the Directors or Key Managerial Personnel of the Company and their relatives other than the concerned Independent Directors are in anyway deemed to be concerned or interested, financially or otherwise, in the Resolutions as set out in Item No. 8 of the Notice.

The Board recommends the Special Resolutions as set out in Item No. 8 of the Notice for approval of the Member.

**By order of the Board of Directors
For Loyal Equipments Limited**

Sd/-

**Akanksha Aswani
Company Secretary**

**Place – Dahegam, Gandhinagar
Date – December 01, 2020**