



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: September 05, 2023

To,

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

(Reference – Loyal Equipments Limited, Scrip Code – 539227, Security ID: LOYAL)
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/Madam,

This is to inform you that Sixteenth Annual General Meeting of the Members of Loyal Equipments Limited will be held on Friday, September 29, 2023 at 11.00 AM through 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 as on the cut-off date i.e. Friday, September 22, 2023. The Remote e-voting will commence at 9:00 A.M. on Tuesday, September 26, 2023 and ends at 5:00 P.M. on Thursday, September 28, 2023.

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, September 05, 2023 at 1:00 P.M. and concluded at 3:00 P.M. and passed the following resolutions:

1. Fixes the date for Annual General Meeting to be held on Friday, September 29, 2023 through Video Conferencing ('VC') / other Audio-Visual Means ('OAVM') and adopt Notice of the Annual General Meeting.
2. Appointment of Director in place of Mrs. Jyotsanaben Rameshchandra Patel (DIN- 01307770) who retires by rotation and, being eligible, offers herself for re-appointment.





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3. Approval Board Report along with Management Discussion and Analysis and all other necessary Annexures for the financial year ended March 31, 2023.
4. Approving the change in designation of Ms. Helena Alkeshkumar Patel (DIN: 09296895) as Whole-Time Director, currently designated as Non-Executive Director of the company.
5. Fixing the dates for closure of Register of Members and Share Transfer Books.
6. Approving the Appointment of Scrutinizer to scrutinize the e-voting and poll process of the Annual General Meeting of the Company.
7. Approving the cut-off date for determining the eligibility of Shareholders to vote through E-Voting and voting in ensuing Annual General Meeting.
8. Approving the Appointment of Link Intime India India Limited as service provider for evoting facility to the members of the Company for Annual General Meeting of the Company.
9. Appointment of Secretarial Auditor and Internal Auditor of the company for the Financial Year 2023-24. (Disclosure as per Regulation 30 is attached herewith)

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
Chairman cum Managing Director
DIN-02672297

Place – Dahegam

Enclosure- As above

NOTICE

Notice is hereby given that the Sixteenth Annual General Meeting of the members of Loyal Equipments Limited will be held on Friday, September 29, 2023 at 11.00 A.M. through Video Conferencing ('VC') / other Audio-Visual Means ('OAVM') to transact the following business:

ORDINARY BUSINESS:

- 1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and**
- 2. To appoint a Director in place of Mrs. Jyotsanaben Rameshchandra Patel (DIN- 01307770) who retires by rotation and, being eligible, offers herself for re-appointment.**

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Jyotsanaben Rameshchandra Patel (DIN- 01307770) who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

- 3. Re-designation of Ms. Helena Alkeshkumar Patel (DIN: 09296895) as Whole-Time Director, currently designated as Non-Executive Director of the company.**

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

“RESOLVED THAT pursuant to provisions of Sections 196, 197, 198 and 203 of the Companies Act, 2013 and any other applicable provisions thereof and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, as proposed and recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company respectively, the consent of the members of the Company be and is hereby accorded to the change in designation of Ms. Helena Alkeshkumar Patel (DIN: 09296895) from Non-Executive Director to Whole-Time Director of the Company for the period of five consecutive years starting from the date of ensuing Annual General Meeting at a remuneration upto Rs.2,00,000/- (Rupees Two Lakh only) per month.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in the financial year, the Company will pay remuneration including perquisites and allowances as specified under Schedule V to the Companies Act, 2013 or in accordance with any statutory modification(s) thereof.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the appointment and/or remuneration based on the recommendation of the Nomination & Remuneration Committee subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

RESOLVED FURTHER THAT to give effect to this resolution the Board of Directors be and are hereby authorised to do all the acts, deeds, matters and things as he may in his absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.”

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

Sd/-

**Neha Jangid
Company Secretary**

Place – Gandhinagar, Gujarat

Date – September 05, 2023

NOTES:

- 1.** An Explanatory Statement under Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the meeting is annexed hereto.
- 2.** 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, **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).
- 3.** The Annual Report including Notice of the 16th 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 16th 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 RTA i.e. www.linkintime.co.in.
- 4.** 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.
- 5.** 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.
- 6.** 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.
- 7.** 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.

8. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 23, 2023 to Friday, September 29, 2023 (both days will be inclusive).
9. 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. Members holding shares in physical form are requested to intimate such changes to the RTA.

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.

10. 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.
11. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or RTA for assistance in this regard.
12. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
13. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting and number of shares held by them.
14. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
15. 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.
16. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13.

17. 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>

18. 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.
19. 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 2022-23.
20. **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 2022-23 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 2022-23 will also be available on the Company's website www.loyalequipments.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>.

VOTING THROUGH ELECTRONIC MEANS:

21. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings issued by ICSI, the Company is offering e-voting facility to the shareholders to enable them to cast their votes electronically on the items mentioned in the Notice. The e-voting services provided by RTA on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below. Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if they have been passed at the AGM.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins Tuesday, September 26, 2023 from 9.00 A.M and ends on Thursday, September 28, 2023 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 Friday, September 22, 2023 may cast their vote electronically.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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:

1. Individual Shareholders holding securities in demat mode with NSDL
 1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with CDSL
 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
 3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
 4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
3. Individual Shareholders (holding securities in demat mode) login through their depository participants
You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you

click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your 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. Open the internet browser and launch the 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:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at 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 evoting@nsdl.co.in 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical 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>

- o Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- o 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 minimum 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

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”.

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 <https://instavote.linkintime.co.in>, under help section or write an email to enotices@linkintime.co.in.

22. Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “Login”.

- Select the “Company” and ‘Event Date’ and register with your following details: -
 - A. Demat Account No. or Folio No:** Enter your 16-digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company
 - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. Mobile No.:** Enter your mobile number.
 - D. Email ID:** Enter your email id, as recorded with your DP/Company.
- Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the company.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

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. September 22, 2023, may obtain the login ID and password by sending a request at enotices@linkintime.co.in 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 date September 22, 2023
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) (505, Fifth 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.loyalequipments.com and on the website of Link Intime 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/-
Neha Jangid
Company Secretary**

Place – Dahegam, Gandhinagar

Date – September 05, 2023

EXPLANATORY STATEMENT

Pursuant to Section 102 (1) of the Companies Act, 2013 (“the Act”) read with section 110 of the Companies Act, 2013.

Item No.3

The Members are apprised that Ms. Helena Alkeshkumar Patel (DIN: 09296895) was appointed as Non-executive Director of the Company in the Board meeting held on August 28, 2021. She has shown her willingness to act as Whole Time Director of the Company.

The Board on the recommendation of the Nomination and Remuneration Committee the Board of Directors, at its meeting held on September 05, 2023, considering the experience and expertise of Ms. Helena Alkeshkumar Patel (DIN: 09296895) proposed to change her designation from Non-Executive Director to Whole-Time Director with a liability to retire by rotation at a fix monthly Remuneration of upto Rs.2,00,000/- (Rupees Two Lakh Only). In case, the Company has no profits or its profits are inadequate, then the remuneration shall be paid to him in accordance with the provisions of the Companies Act, 2013 read with Schedule V of the Act.

The change will take effect from September 05th, 2023 and requires the approval of shareholders in General Meeting by way of Special Resolution as per the provisions of Section 197 and other applicable provisions of the Companies Act, 2013.

Statement of particulars pursuant to Schedule V of Companies Act, 2013:

I. General Information:	
(i) Nature of industry	Loyal Equipments is engaged in designing, manufacturing, supply and erection/commissioning of process equipments like Pressure vessels, Air cooled heat exchanger, Shell & tube heat exchanger, Storage tanks, Pressure receivers, Chimney, Heavy structural items, Skids, Base plates and other items for Oil/Gas, petroleum, chemical, sugar, steel, fertilizers and power plant sector.
(ii) Date or expected date of commencement of commercial production	The Company was originally incorporated as a Private Limited Company under the Companies Act, 1956 and it continued the business. Now it is incorporated as BSE registered company in 2015 with new goals & achievements.
II. Information about the appointee:	
(i) Background details	Ms. Helena Alkeshkumar Patel aged 26 Years, holds degree of mechanical engineering from University of United States of America. She has experience of two years in industrial equipment's industry.
(ii) Past remuneration	Sitting Fees of Rs.6,00,000 paid in FY 2022-23
(iii) Recognition or awards	NIL
(iv) Job profile and her suitability	A Whole-Time Director holds a major role in company in decision making, day to day operations and administrative functions. The appointee director is well qualified and possess all qualities which are required in a Whole-Time Director.
(v) Remuneration proposed	Upto Rs 2,00,000/- per month

(vi) Comparative remuneration Profile with respect to Industry, Size of the Company, Profile of the position and person	The proposed remuneration is within the limits.
(vii) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Daughter of Mr. Alkesh Rameshchandra Patel and Granddaughter of Mrs. Jyotsanaben Rameshchandra Patel
III. Other Information:	
(i) Reasons of loss or inadequate profits:	Not Applicable
(ii) Steps taken or proposed to be taken for improvement	Not Applicable
(iii) Expected increase in productivity and profit in measurable terms	Not Applicable
(iv) Disclosures	All the disclosures mentioned in the Board of Director's report under the heading "Corporate Governance, attached to the Financial statements.

Details pursuant to the provisions of Listing Regulations and Secretarial Standard on General Meetings("SS-2"), issued by the Institute of Company Secretaries of India:

Name	Ms. Helena Alkeshkumar Patel
DIN	09296895
Age	26
Date of Birth	18/03/1997
Qualification	Mechanical Engineering
Nature of Expertise	She has experience of two years in industrial equipment's industry.
Terms and conditions of Reappointment	The Board of Directors has proposed to change the designation of Ms. Helena Alkeshkumar Patel as Whole-Time Director subject to the approval of members at General Meeting for a period of 5 years.
Details of remuneration sought to be paid	Upto Rs 200000/- per month
Date of first appointment in the current designation	28.08.2021
Shareholding in the Company	NIL
Directorships in other Public Companies	None
Memberships/ Chairmanship of Committees of other Companies	None
Inter-se relationship between Directors and other Key Managerial Personnel	Daughter of Mr. Alkesh Rameshchandra Patel and Granddaughter of Mrs. Jyotsanaben Rameshchandra Patel
Number of Meetings of the Board attended during the financial year (2022-2023)	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 2022-23
Past Remuneration Drawn (FY 2022-2023)	Sitting Fees of Rs.6,00,000
Name of the Listed Entities from which the Director has resigned in the past three years	None

The Board recommends the Special Resolution as set out at item no. 3 in the Notice for approval by the members.

Except Ms. Helena Alkeshkumar Patel and her relatives, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution. This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

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

Sd/-

**Neha Jangid
Company Secretary**

**Place – Dahegam, Gandhinagar
Date – September 05, 2023**

BRIEF RESUME OF THE DIRECTOR(S) SEEKING RE-APPOINTMENT AT THE 16TH ANNUAL GENERAL MEETING TO BE HELD AT SEPTEMBER 05, 2023.

Pursuant to Regulation 36 (3) of the Listing Regulations and Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India (ICSI)

Particulars	Mrs. Jyotsanaben Rameshchandra Patel
Date of Birth	18/10/1948
Date of First Appointment on the Board Appointment	13/06/2015
Qualifications	9th Class
Expertise in specific functional areas	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 and she looks after overall administration and coordination of the Company.
Directorships held in other listed companies (excluding foreign companies and Section 8 companies)	None
Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.)	None
Chairperson/ Members of the Statutory Committee (s) of Board of Directors of the Company as on date	None
Number of shares held in the Company	54,00,000 Equity Shares
Relationships with other Directors, Manager and other Key Managerial personnel	The appointee and Managing Director related to each other as Mother and Son.
Details of remuneration paid / sought to be paid	Rs.6,00,000 per annum
Details of proposed remuneration	Rs.50,000 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 Corporate Governance Report forming part of Annual Report of the Company for the financial year 2022-23
DIN	01307770
Terms and conditions of Appointment-Re-appointment	Whole-Time Director liable to retire by rotation
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The capabilities required for being the director is having vast experience in the industry in which the company operates. She is having sound and rich experience of our Industry.



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: September 05, 2023

To,

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

(Reference – Loyal Equipments Limited, Scrip Code – 539227, Security ID: LOYAL)

Sub: Disclosure under regulation 30 of SEBI (Listing Obligation and Disclosure Requirement), 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 and in connection with outcome of Board Meeting held on September 05, 2023

Dear Sir/Madam,

With respect to the captioned subject, we hereby inform you that the Board of Directors of the Company in their board meeting held on Tuesday, 05th day of September, 2023 at 1:00 P.M and concluded at 3:00 P.M. has appointed Secretarial Auditor and Internal Auditor, we hereby submit the brief profile of the appointments:

Sr. No.	Particulars
1.	<p><u>NAME AND ADDRESS OF SECRETARIAL AUDITOR'S FIRM:</u></p> <p>M/s MSV & Associates Company Secretaries D-54, II Floor, Chomu House, C-Scheme, Jaipur – 302001, Jaipur, Rajasthan Membership No.:10663, CP No.: 14773 Contact Person: Mr. Vivek Sharma</p> <p><u>CONTACT DETAILS:</u> Tel: +91-9001637075 Email: csviveksharma9@gmail.com</p> <p><u>REASON FOR CHANGE</u> Appointment</p> <p><u>DATE OF APPOINTMENT & TERM OF APPOINTMENT</u> Appointment on September 05, 2023 for the Financial Year 2023-24</p> <p><u>BRIEF PROFILE OF THE SECRETARIAL AUDITOR</u></p> <p>MSV & ASSOCIATES is a firm of Company Secretaries, which is known by its professionals who are immensely experienced and have vast knowledge base, expertise and exposure in corporate laws, Corporate Restructuring, Initial Public Offers, all kinds of compliances under Companies Act, Listing Agreements & Regulation, SEBI matters, Taxation matters, corporate advisory, and management consultancy.</p>



2. **NAME AND ADDRESS OF INTERNAL AUDITOR'S FIRM:**

M/s J.M. Patel & Bros
Chartered Accountants
204, Harsh Avenue, Navjeevan Press Road,
Near Old High Court Crossing
Ahmedabad -- 380014, Gujarat, India

CONTACT DETAILS:

Tel: +91-79-27541460
Email: jmpatelca@yahoo.co.in

REASON FOR CHANGE

Appointment

DATE OF APPOINTMENT & TERM OF APPOINTMENT

Appointment on September 05, 2023 for the Financial Year 2023-24

BRIEF PROFILE OF THE INTERNAL AUDITOR

M/s J.M. Patel & Bros, Chartered Accountants firm is providing services related to Auditing, Taxations, Financial Services, Accountancy and other corporate legal issues.

3. **Disclosure of proposed re-designation of Ms. Helena Alkeshkumar Patel ((DIN: 09296895) as Whole Time Director, designated as Non-Executive Director of the Company:**

Name	Ms. Helena Alkeshkumar Patel
Reason for Change viz Appointment/ Changed in Designation	Proposed re-designation of Ms. Helena Alkeshkumar Patel ((DIN: 09296895)) as Whole Time Director, currently designated as Non-Executive Director of the Company would be beneficial for overall growth, development and prosperity of the Company. S
Date of Appointment	Effective- August 28,2021
Terms of Appointment	The Board of Directors at its meeting held on August 28, 2021 approve the appointment of Ms. Helena Alkeshkumar Patel as Additional (Non-Executive and Non Independent) Director. Now The Board of Directors has proposed to change the designation of Ms. Helena Alkeshkumar Patel as Whole-Time Director subject to the approval of members at General Meeting.



	Brief Profile	Ms. Helena Alkeshkumar Patel aged 26 Years holds degree of mechanical engineering from University of United States of America. She has experience of two years in industrial equipment's industry.
	Disclosure of relationship between Directors	The proposed appointee and Managing Director related to each other as father and daughter, The proposed appointee and Whole-time director related to each other as granddaughter and grand mother

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
Chairman cum Managing Director
DIN-02672297



Place - Dahegam