

NOTICE OF 3RD ANNUAL GENERAL MEETING

The Notice is hereby given that the 3rd Annual General Meeting ('AGM') of the members of M/s. Sunlite Recycling Industries Limited ('The Company') will be held on Thursday, 25/09/2025 at 02:00 P.M. through video conferencing, to transact the following business: -

ORDINARY BUSINESS:

ITEM NO. 1 - ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended 31/03/2025 and the report of the Board of Directors ("the Board") and auditor thereon.

ITEM NO. 2 - RE-APPOINTMENT OF MR. NITIN KUMAR HEDA (DIN: 00383855), AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint a Director in place of Mr. Nitin Kumar Heda (DIN: 00383855), who is liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.

ITEM NO. 3 - APPOINTMENT OF M/S. GOPAL SHAH & CO (FRN: 103301W), CHARTERED ACCOUNTANTS AS STATUTORY AUDITOR OF THE COMPANY

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

"RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. Gopal Shah & Co (FRN: 103301W), Chartered Accountants be and are hereby appointed as the Statutory Auditor of the Company for the term of 5 year and who shall hold the office from the conclusion of this 3rd Annual General Meeting until the conclusion of the 8th Annual General Meeting of the Company to be held for the financial year 2029-30, at such remuneration / fees, as may be mutually agreed between the Board of Directors of the Company and the Auditor."

"RESOLVED FURTHER THAT any director, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution and all matters incidental thereto,

including to sign, execute and file the requisite forms, intimations, undertakings and other necessary documents with Ministry of Corporate Affairs, Registrar of Companies or any other regulatory authorities or third parties."

SPECIAL BUSINESS:

ITEM NO. 4 - APPOINTMENT OF M/S. MURTUZA MANDORWALA AND ASSOCIATES, A PEER REVIEWED COMPANY SECRETARY PROPRIETARY FIRM HOLDING CERTIFICATE OF PRACTICE NO 14284, MEMBERSHIP NO: 10745 AS THE SECRETARIAL AUDITORS OF THE COMPANY

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

"RESOLVED THAT pursuant to the provision of Section 204(1) of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 24A(1A) of Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and based on the recommendation of Audit Committee and the Board of Directors, consent of the Members of the Company be and is hereby accorded to appoint of M/s. Murtuza Mandorwala and Associates, a Peer Reviewed Company Secretary Proprietary Firm holding Certificate of Practice No 14284, Membership No: 10745 as the Secretarial Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of the 3rd Annual General Meeting (AGM) until the conclusion of the 8th Annual General Meeting (AGM) of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors and the Secretarial Auditors.

"RESOLVED FURTHER THAT any director, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution and all matters incidental thereto, including to sign, execute and file the requisite forms, intimations, undertakings and other necessary documents with Ministry of Corporate Affairs, Registrar of Companies or any other regulatory authorities or third parties."

ITEM NO. 5 - TO RATIFY THE REMUNERATION OF THE COST AUDITOR FOR THE FINANCIAL YEAR 2025-26

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) excluding applicable taxes and reimbursement of out-of-pocket expenses, as approved by the Board of Directors of the Company, to be paid to M/s. P P Amipara & Co., Cost Accountants (Firm Registration No. 002498), Ahmedabad, who have been appointed by the Board of Directors as Cost Auditors of the Company for conducting the audit of cost records for the financial year ending 31/03/2026, be and is hereby ratified and confirmed by the Members of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things, and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO. 6 - INCREASE OF REMUNERATION OF MR. NITIN KUMAR HEDA (DIN: 00383855) AS A MANAGING DIRECTOR OF THE COMPANY:

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, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the consent of the Board of Directors, and subject to the approval of the members of the Company, the remuneration payable to Mr. Nitin Kumar Heda (DIN: 00383855), Managing Director of the Company, be and is hereby increased from Rs. 10,00,000/- (Rupees Ten Lakhs only) per month to Rs. 20,00,000/- (Rupees Twenty Lakhs only) per month, with effect from 01/09/2025, which shall be payable in excess of the limits specified under Section 197 of the Act and to be calculated in accordance with Section 198 of the Act, for any financial year, including all benefits, perquisites

and amenities as set out in the Explanatory Statement annexed to the Notice convening the Annual General Meeting of the members."

RESOLVED FURTHER THAT, in case of absence or inadequacy of profit in any financial year, the said Managing Director will be paid remuneration as per Section II of Part II of Schedule V to the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and within the limit of Rs. 20,00,000/- (Rupees Twenty Lakhs) per month;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is severally hereby authorized to make applications, file forms etc and further authorised to do all such acts, deeds, and things as may be required or deemed expedient to implement this resolution and to take all necessary steps for giving effect to this resolution."

ITEM NO. 7 - INCREASE REMUNERATION OF MR. PRAHLADRAI RAMDAYAL HEDA (DIN:09696242) AS A WHOLE-TIME DIRECTOR & CHAIRMAN OF THE COMPANY:

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, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the consent of the Board of Directors, and subject to the approval of the members of the Company, the remuneration payable to Mr. Prahladrai Ramdayal Heda (DIN:09696242) as a Whole-Time Director & Chairman of the Company, be and is hereby increased from Rs. 4,00,000/- (Rupees Four Lakhs only) per month to Rs. 8,00,000/- (Rupees Eight Lakhs only) per month, with effect from 01/09/2025, which shall be payable in excess of the limits specified under Section 197 of the Act and to be calculated in accordance with Section 198 of the Act, for any financial year, including all benefits, perquisites and amenities as set out in the Explanatory Statement annexed to the Notice convening the Annual General Meeting of the members."

RESOLVED FURTHER THAT, in case of absence or inadequacy of profit in any financial year, the said Whole-Time Director & Chairman will be paid remuneration as per Section II of Part II of Schedule V to the Companies

Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and within the limit of Rs. 8,00,000/- (Rupees Eight Lakhs only) per month;

RESOLVED FURTHER THAT the Board of Directors of

the Company be and is severally hereby authorized to make applications, file forms etc and further authorised to do all such acts, deeds, and things as may be required or deemed expedient to implement this resolution and to take all necessary steps for giving effect to this resolution.”

By order of Board of Directors
SUNLITE RECYCLING INDUSTRIES LTD
[Formerly known as Sunlite Alucop Private Limited]

Nitin Kumar Heda
 Managing Director
 DIN:- 0383855

Prahladrai Ramdayal Heda
 DIN : 09696242
 Whole-time director & Chairman

Place: **Kheda**
 Date: **02/09/2025**

Registered Office: Survey No. 270A
 & Plot No. 1, Survey No. 267, Chhatha
 Mile, Vill. Dantali, Ta.Vaso, Dist.
 Kheda-387350, Gujarat, India.

NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has vide its circular no. 20/2020 dated 05th May, 2020 read with circular nos. 14/2020 and 17/2020 dated 08th April, 2020 and 13th April, 2020 respectively (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. MCA had vide circular no. 09/2024 dated 19th September, 2024 has allowed the Companies whose AGM are due to be held in the year 2025, to conduct their AGMs on or before 30th September, 2025 in accordance with the requirement provided in this Circular. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Pursuant to MCA Circular no. 14/2020 dated 08 th April 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint Authorised Representatives by uploading a duly certified copy of the board resolution authorising their representatives to attend the AGM through VC / OAVM and participate thereat and cast their votes through e-voting
3. The attendance of the members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. The Members can join the AGM through VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. All the members of the Company are encouraged to attend and vote at the AGM through VC / OAVM.
5. The Explanatory Statement pursuant to Section 102(1) and (2) of the Act in respect of Special Business is annexed hereto.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote

e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

7. 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 all the relevant documents pertaining to the resolutions proposed vide this notice of Annual General Meeting will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to cs@sunliteindustries.com
8. In compliance with the MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024, Notice of the AGM along with the Integrated Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company / DPs. Further, a letter providing a weblink for accessing the Notice of the AGM and Integrated Annual Report will be sent to those shareholders who have not registered their email addresses.

Any Member desirous of obtaining physical copy of the Notice of the AGM along with the Integrated Annual Report may send a request to the Company at cs@sunliteindustries.com mentioning their name, demat account number / folio number, email id and mobile number.

Members may note that the Notice of 3rd AGM and the Integrated Annual Report of the Company for the year ended 31/03/2025 have been uploaded on the Company’s website <https://www.sunliteindustries.com/> and may be accessed by the members and will also be available on the website of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com and on the website of CDSL at www.evotingindia.com

9. M/s. Murtuza Mandorwala, Practicing Company Secretary has been appointed as the scrutinizer

("the Scrutinizer") to scrutinize the remote e-voting and voting process at the AGM in fair and transparent matter.

10. The Scrutiniser shall submit a consolidated Scrutiniser's Report (votes casted during the AGM and votes casted through remote e-voting) of the total votes cast in favour of or against, if any, not later than 48 hours after the conclusion of the AGM to the Chairman of the Company. The Chairman, or any other person authorised by the Chairman, shall declare the result of the voting. The result declared along with the consolidated Scrutiniser's Report shall be simultaneously placed on the Company's website <https://www.sunliteindustries.com/> and on the website of CDSL and communicated to the National Stock Exchange of India Limited
11. The resolution shall be deemed to be passed on the date of AGM, subject to the receipt of sufficient votes.
12. Members seeking any information or clarification on the accounts are requested to send written queries on cs@sunliteindustries.com to the Company, at least 10 days before the date of the Meeting to enable the management to keep the required information available at the Meeting.
13. The Record Date for Sending Annual Report to shareholders of the 3rd Annual General Meeting of the Company Friday, 29/08/2025 and Record Date for the purpose of determining the eligibility of the Members to attend the 3rd Annual General Meeting of the Company Thursday, 18/09/2025.
14. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs / M/s Cameo Corporate Services Limited.
15. The remote e-voting facility will commence from Monday, the 22/09/2025 and will end on Wednesday, the 24/09/2025. Members can vote from 9:00 a.m. to 5:00 p.m. during the above-mentioned period.
16. Register of Members and Share Transfer Books of the Company shall remain closed from Friday, the 19/09/2025 to Thursday, the 25/09/2025 (both day inclusive) for Annual General Meeting.
17. Members holding shares in demat form are hereby informed that the bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts; will be used by the Company for the payment of dividend. The Company or its registrar cannot act on any request received directly from the Members holding in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository

Participants of the Members. Members holding shares in demat form are requested to intimate any change in their address and/or bank mandate immediately to their Depository Participants.

18. Since the AGM will be held through VC / OAVM in accordance with the MCA Circulars, the route map, proxy form and attendance slip are not attached to the Notice.

19. THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Monday ,22/09/2025 from 09:00 AM and ends on Wednesday,24/09/2025 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18/09/2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (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.

Step 1: Access through Depositories CDSL/ NSDL e-Voting system in case of individual

shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is 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, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access 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, 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.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is 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

Type of shareholders	Login Method
	<p>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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) 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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
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 21 09911
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

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in**

- Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on "Shareholders" module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,

- a. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> 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.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant M/s. Sunlite Recycling Industries Limited which you choose to vote.
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- 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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@sunliteindustries.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@sunliteindustries.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM 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 system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cDSLindia.com

or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India)

Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cDSLindia.com or call toll free no. 1800 21 09911.

By order of Board of Directors
SUNLITE RECYCLING INDUSTRIES LTD
[Formerly known as Sunlite Alucop Private Limited]

Prahladrai Ramdayal Heda
 DIN : 09696242
 Whole-time director & Chairman

Nitin Kumar Heda
 Managing Director
 DIN:- 0383855

Place: **Kheda**
 Date: **02/09/2025**

Registered Office: Survey No. 270A & Plot No. 1, Survey No. 267, Chhatha Mile, Vill. Dantali, Ta.Vaso, Dist. Kheda-387350, Gujarat, India.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 2 – RE-APPOINTMENT OF MR. NITIN KUMAR HEDA (DIN: 00383855), AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

Though not statutorily required, the following is being provided as additional information to the Members.

Pursuant to Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, not less than two-thirds of the total number of Directors (excluding Independent Directors) shall be liable to retire by rotation. One-third of such Directors are required to retire from office at each Annual General Meeting, but the retiring Director is eligible for re-appointment at the same meeting. Independent Directors are not subject to retirement by rotation.

In accordance with the above provisions, Mr. Nitin Kumar Heda (DIN: 00383855) is due to retire by rotation at this Annual General Meeting and, being eligible, has offered himself for re-appointment.

The Board, keeping in view Mr. Nitin Kumar Heda's professional expertise, vast managerial experience,

and his significant contribution towards the growth and governance of the Company, is of the opinion that it would be in the best interests of the Company to re-appoint him as a Director.

Additional information in respect of Mr. Nitin Kumar Heda (DIN: 00383855), pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is provided in Annexure A to this Notice.

Except Mr. Nitin Kumar Heda and/or his relatives, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of this Notice.

Based on the outcome of performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board of Directors recommends passing of the Ordinary Resolution as set out at Item No. 2 for the approval of the Members.

ANNEXURE-A

AS REGARDS APPOINTMENT AS PER ITEM 2 OF THE NOTICE, FOLLOWING DISCLOSURE ARE MADE PURSUANT TO THE SECRETARIAL STANDARD ON GENERAL MEETINGS ("SS-2"), ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Name	Nitin Kumar Heda	
DIN	00383855	
Age	38	
Nationality	Indian	
Qualifications	Bachelor of Commerce (B.Com.)	
Effective Date of Appointment	04/08/2022	
Experience (Skills & Capabilities)	Mr. Nitin Kumar Heda (DIN: 00383855) (Managing Director of the company and partner of erstwhile M/s Sunlite Industries) who has approx. 17 years of experience in same industry, is responsible for financial aspects of the company along with marketing, vendor management, business planning and development. He is playing vital role in formulating business strategies and effective implementation of the same. He is currently involved in managing the overall business operations of the Company including business planning & development, Production & Operations, Customer Relationship Management, Accounts & Finance, Secretarial, Legal operations & Compliance of our Company.	
Date of first appointment on the Board	04/08/2022	
Shareholding in the Company as on 31/03/2025	39,99,800 Equity Shares of Rs.10/- each i.e. (36.76 % Holding)	
Relationship with other directors Manager and other Key Managerial Personnel of the company	N.A.	
Number of Meetings of the Board attended during the year	20 Board Meeting attending for the Year 2024-25	
Terms and Conditions of Appointment	As determined by the Board of Directors from time to time.	
List of Other Companies in which Directorship held.	SANTRAM METALS AND ALLOYS PRIVATE LIMITED (CIN: U27310GJ2006PTC048800)	
Other Membership/ Chairmanship of Committees of other Boards.	He is a Member of Audit Committee, Stakeholders Relationship Committee and Chairman of Corporate Social Responsibility Committee of our Company.	
Listed companies from which the Director has resigned in the past three years	None	
Past Remuneration	Financial Year	Amount in Rupees per Annum
	2024-25	Rs. 120 Lakhs
	2023-24	Rs. 90 Lakhs
	2022-23	Rs. 66 Lakhs

ITEM NO. 3 – APPOINTMENT OF M/S. GOPAL SHAH & CO (FRN: 103301W), CHARTERED ACCOUNTANTS AS STATUTORY AUDITOR OF THE COMPANY

Though not statutorily required, the following is being provided as additional information to the Members.

As the members are aware that M/s Abhishekkumar & Associates, Chartered Accountants (FRN-130052W), Statutory Auditor of the Company have been resigned w.e.f. 10/12/2024 and said resignation resulting into a casual vacancy in the office of Statutory Auditors of the Company under the provision of Section 139(8) of the Companies Act, 2013.

Since, a casual vacancy, in terms of Section 139(8) of the Companies Act, 2013, caused by the resignation of auditors filled by the Board of Directors by appointing M/s. Gopal Shah & Co (FRN: 103301W), Chartered Accountants for Financial Year 2024-25 as the Statutory Auditors of the Company who shall hold the office as statutory auditor till the conclusion of this Annual General Meeting i.e. which was also approved by Members in General Meeting via Postal ballot dated 26/01/2025.

The Board of Directors, based on the recommendation of the Audit Committee, has recommended the appointment of M/s. Gopal Shah & Co (FRN: 103301W), Chartered Accountants as the Statutory Auditor of the Company, to hold office for a term of five consecutive years from the conclusion of the 3rd Annual General Meeting until the conclusion of the 8th Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditor.

M/s. Gopal Shah & Co (FRN: 103301W), Chartered Accountants, have conveyed their written consent to act as Statutory Auditor of the Company along with a certificate confirming that their appointment, if made, will be in accordance with the provisions of the Companies Act, 2013 and the Rules framed thereunder. They have also confirmed that they satisfy the criteria prescribed under Section 141 of the Companies Act, 2013.

The Board recommends the Resolutions set forth in Item Nos. 3 for the approval of the Members as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item Nos. 3 of the Notice.

ITEM NO. 4 - APPOINTMENT OF M/S. MURTUZA MANDORWALA AND ASSOCIATES, A PEER REVIEWED COMPANY SECRETARY PROPRIETARY FIRM HOLDING CERTIFICATE OF PRACTICE NO 14284, MEMBERSHIP

NO: 10745 AS THE SECRETARIAL AUDITORS OF THE COMPANY

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Rules made thereunder, every listed company is required to annex with its Board's Report a Secretarial Audit Report given by a Company Secretary in Practice. Although Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is presently not applicable to the Company, the Company has decided to voluntarily continue the practice of appointing a Secretarial Auditor for a term of five consecutive years to hold office from the conclusion of 3rd Annual General Meeting until the conclusion of the 8th Annual General Meeting to be held in the year 2030 as part of its commitment to good corporate governance practices.

M/s. Murtuza Mandorwala and Associates, a Peer Reviewed Proprietorship Firm of Company Secretaries in Practice, holding Certificate of Practice No. 14284 and Membership No. 10745, are presently the Secretarial Auditors of the Company. Based on the recommendation of the Audit Committee, the Board of Directors of the Company has approved the appointment of M/s. Murtuza Mandorwala and Associates as the Secretarial Auditors of the Company for a term of five consecutive years commencing from the conclusion of the 3rd Annual General Meeting until the conclusion of the 8th Annual General Meeting to be held in the year 2030.

M/s. Murtuza Mandorwala and Associates have given their consent to act as Secretarial Auditors of the Company and have confirmed that their appointment, if made, will be within the limits prescribed under applicable provisions. They have further confirmed that they are not disqualified to be appointed as Secretarial Auditors and that they comply with the independence requirements under the Auditing Standards issued by the Institute of Company Secretaries of India and other relevant rules and regulations.

The remuneration payable to M/s. Murtuza Mandorwala and Associates for the Secretarial Audit will be decided by the Board of Directors. Any revision in remuneration for subsequent year(s) of their term shall be approved by the Board of Directors (including its Committee(s) thereof) from time to time, as may be required. Further, the Company may obtain certifications and avail other permissible professional services from M/s. Murtuza Mandorwala and Associates as may be required under statutory regulations from time to time.

The remuneration for such certifications and services will be paid on mutually agreed terms.

The Board recommends the Resolutions set forth in Item Nos. 4 for the approval of the Members as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item Nos. 4 of the Notice.

ITEM NO. 5 - TO RATIFY THE REMUNERATION OF THE COST AUDITOR FOR THE FINANCIAL YEAR 2025-26

In accordance with the provisions of Section 148 of the Companies Act, 2013 ('the Act') and the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Amendment Rules, 2014 ('the Rules') the Company is required to appoint a Cost Auditor to audit the cost records of the Company.

Based on the recommendation of the Audit Committee, the Board of Directors of the Company at their Meeting held on 21/05/2025 has approved the appointment M/s P P Amipara & CO. (FRN: 002498), Cost Accountants, Ahmedabad as Cost Auditor to conduct the audit of the cost records of the Company for the financial year ended 31/03/2026 at a remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) excluding applicable Tax & reimbursement of out - of - pocket expenses as agreed by the management, subject to ratification by the members in the Annual General Meeting.

In terms of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be ratified by the Members of the Company.

The Board recommends to pass as an Ordinary Resolution set forth in Item No. 5 of the accompanying notice for the approval of the Members.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested financially or otherwise in the resolution as set out at Item No. 5 as an Ordinary Resolution.

ITEM NO. 6 - INCREASE OF REMUNERATION OF MR. NITIN KUMAR HEDA (DIN: 00383855) AS A MANAGING DIRECTOR OF THE COMPANY:

Mr. Nitin Kumar Heda (DIN: 00383855) aged 38 years, is a Managing Director of the Company for a period of 5 (Five) years with effect from 01/05/2024 to 30/04/2029;

On the recommendation of Nomination and Remuneration of Committee, The Board of Directors at its meeting held on 02/09/2025, subject to the approval of Members, have approved increase of remuneration payable to Mr. Nitin Kumar Heda (DIN: 00383855), as a Managing Director from Rs. 10,00,000/- (Rupees Ten Lakhs) per month to Rs. 20,00,000/- (Rupees Twenty Lakhs) per month. The Board is of the view that his rich and varied experience will be benefited to Company. In the opinion of the Board of Directors of the Company, the services of Mr. Nitin Kumar Heda (DIN: 00383855) is in the best interest of the Company and accordingly

recommend the resolution that Item No. 6 of this notice for the approval of Members by way of Special Resolution.

Mr. Nitin Kumar Heda (DIN: 00383855) is the Promoter of the Company and has been associated with the company since formation of our company.

The Nomination and Remuneration Committee at its meeting held on 02/09/2025, carried out the evaluation of the performance of individual directors (along with Board and its committees for the year under review) using appropriate evaluation tools/forms, in terms of the requirements of Section 178(2) of the Companies Act, 2013. The overall rating for Mr. Nitin Kumar Heda (DIN: 00383855) as per the evaluation carried out by the Nomination and Remuneration Committee, was found to be "Outstanding and the committee also recommended to approved increase of remuneration payable to Mr. Nitin Kumar Heda (DIN: 00383855), as a Managing Director from Rs. 10,00,000/- (Rupees Ten Lakhs) per month to Rs. 20,00,000/- (Rupees Twenty Lakhs) per month with effect from 01/09/2025

The Board may revise the remuneration during the currency of tenure of office of the Managing Director, in such manner as may be agreed to between the Board and the said Managing Director, subject to the condition that, the total remuneration by way of salary, perquisites, loan, other allowances and benefits shall be within Rs. 20,00,000/- (Rupees Twenty Lakhs) per month permissible by way of resolution and as per the Companies Act, 2013, as amended from time to time and in force.

In case of absence or inadequacy of profit in any financial year, the said Whole Time Director will be paid remuneration as per Section II of Part II of Schedule V to the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and within the limit of Rs. 20,00,000/- (Rupees Twenty Lakhs) per month.

BROAD PARTICULARS OF THE TERMS OF REMUNERATION TO MR. NITIN KUMAR HEDA(DIN: 00383855) AS A MANAGING DIRECTOR:

[A] BRIEF PROFILE:

Mr. Nitin Kumar Heda (DIN: 00383855) (Managing Director of the company and partner of erstwhile M/s Sunlite Industries) who has approx. 17 years of experience in same industry, is responsible for financial aspects of the company along with marketing, vendor management, business planning and development. He is playing vital role in formulating business strategies and effective implementation of the same. He is currently involved in managing the overall business operations of the Company including business planning & development, Production & Operations, Customer

Relationship Management, Accounts & Finance, Secretarial, Legal operations & Compliance of our Company.

Motivated by constant passion to excel and provide the best result in growth of our company and also one stop solutions in all decision of Board, Mr. Nitin Kumar Heda(DIN: 00383855) along with other board of directors doing well for the progress of our company and he has been performing various roles and responsibilities as may be determined by the Board of Directors from time to time.

[B] SALARY, ALLOWANCES AND PERQUISITES:

Salary upto Rs. 20,00,000/- (Rupees Twenty Lakhs) per month with effect from 01/09/2025.

Pursuant to Section 102 of the Companies Act, 2013, the Board of Directors of the Company do hereby confirm that except Mr. Nitin Kumar Heda (DIN: 00383855) none of the Director and their immediate relatives are concerned or interested, financially or otherwise, in the aforesaid resolution.

ITEM NO. 7- INCREASE REMUNERATION OF MR. PRAHLADRAI RAMDAYAL HEDA (DIN:09696242) AS A WHOLE-TIME DIRECTOR & CHAIRMAN OF THE COMPANY:

Mr. Prahladrai Ramdayal Heda (DIN:09696242) aged 65 years, is a Whole-Time Director of the Company for a period of 5 (Five) years with effect from 01/05/2024 to 30/04/2029;

On the recommendation of Nomination and Remuneration of Committee, The Board of Directors at its meeting held on 02/09/2025, subject to the approval of Members, have approved increase of remuneration payable to Mr. Prahladrai Ramdayal Heda (DIN:09696242) as a Whole-Time Director & Chairman from Rs. 4,00,000/- (Rupees Four Lakhs) per month to Rs. 8,00,000/- (Rupees Eight Lakhs) per month. The Board is of the view that his rich and varied experience will be benefited to Company. In the opinion of the Board of Directors of the Company, the services of Mr. Prahladrai Ramdayal Heda (DIN:09696242) as a Whole-Time Director & Chairman is in the best interest of the Company and accordingly recommend the resolution that Item No. 7 of this notice for the approval of Members by way of Special Resolution.

Mr. Prahladrai Ramdayal Heda (DIN:09696242) is the Promoter of the Company and has been associated with the company since formation of our company.

The Nomination and Remuneration Committee at its meeting held on 02/09/2025, carried out the evaluation of the performance of individual directors (along with Board and its committees for the year under review) using appropriate evaluation tools/forms, in terms of

the requirements of Section 178(2) of the Companies Act, 2013. The overall rating for Mr. Prahladrai Ramdayal Heda (DIN:09696242) as per the evaluation carried out by the Nomination and Remuneration Committee, was found to be "Outstanding and the committee also recommended to approved increase of remuneration payable to Mr. Prahladrai Ramdayal Heda (DIN:09696242) as a Whole-Time Director & Chairman from Rs. 4,00,000/- (Rupees Four Lakhs) per month to Rs. 8,00,000/- (Rupees Eight Lakhs) per month with effect from 01/09/2025.

The Board may revise the remuneration during the currency of tenure of office of Mr. Prahladrai Ramdayal Heda (DIN:09696242) as a Whole-Time Director & Chairman, in such manner as may be agreed to between the Board and the said Whole-Time Director & Chairman, subject to the condition that, the total remuneration by way of salary, perquisites, loan, other allowances and benefits shall be within Rs. 8,00,000/- (Rupees Eight Lakhs) per month permissible by way of resolution and as per the Companies Act, 2013, as amended from time to time and in force.

In case of absence or inadequacy of profit in any financial year, Mr. Prahladrai Ramdayal Heda (DIN:09696242) as a Whole-Time Director & Chairman will be paid remuneration as per Section II of Part II of Schedule V to the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and within the limit of Rs. 8,00,000/- (Rupees Eight Lakhs) per month.

BROAD PARTICULARS OF THE TERMS OF REMUNERATION MR. PRAHLADRAI RAMDAYAL HEDA (DIN:09696242) AS A WHOLE-TIME DIRECTOR & CHAIRMAN:

[A] BRIEF PROFILE:

Mr. Prahladrai Ramdayal Heda (DIN:09696242) (Chairman and Whole-Time Director of the company and Partner of erstwhile M/s Sunlite Industries) is responsible for quality control, process improvement, Operations & Management, HR & administration. He ventured into the business of manufacturing of copper rods in year 2012 and since then, he has gained a good knowledge and experience of 15 years in this industry.

Motivated by constant passion to excel and provide the best result in growth of our company and also one stop solutions in all decision of Board, Mr. Prahladrai Ramdayal Heda (DIN:09696242) along with other board of directors doing well for the progress of our company and he has been performing various roles and responsibilities as may be determined by the Board of Directors from time to time.

[B] SALARY, ALLOWANCES AND PERQUISITES:

Salary upto Rs. 8,00,000/- (Rupees Eight Lakhs) per

month per month with effect from 01/09/2025.

Pursuant to Section 102 of the Companies Act, 2013, the Board of Directors of the Company do hereby confirm that except Mrs. Khushboo Manishkumar Heda (DIN: 09696263), Director & Mr. Prahladrai Ramdayal Heda (DIN: 09696242), Whole Time Director, none of the Director and their immediate relatives are concerned or interested, financially or otherwise, in the aforesaid resolution.

The following additional information as required under Schedule V of the Companies Act, 2013 is given below:

I. General Information:

Nature of Industry:

Particulars	Amount in Lacs
Revenue from Operations	139,671.18
Other Income	39.98
Profit Before tax and Finance Charges and Depreciation	2,422.26
Finance Charges	306.10
Depreciation	196.54
Profit before Taxation	1,919.62
Net Profit	4,914.55

5. Foreign Investments and Collaborations:

The Company has not made any Foreign Investments and neither entered into any collaborations during the last year.

II. Information about the Directors:

1. Background Details:

Mr. Nitin Kumar Heda (DIN: 00383855) (Managing Director of the company and partner of erstwhile M/s Sunlite Industries) who has approx. 17 years of experience in same industry, is responsible for financial aspects of the company along with marketing, vendor management, business planning and development. He is playing vital role in formulating business strategies and

2. Past remuneration of Last Three Years:

a) Mr. Nitin Kumar Heda (DIN: 00383855)

Financial Year	Designation	Amount in Rupees per Annum
2024-25	Managing Director	Rs. 120 Lakhs
2023-24	Director	Rs. 90 Lakhs
2022-23	Director	Rs. 66 Lakhs

1. Our Company is a leader in the manufacturing of high-quality copper products, including rods, wires, earthing strips, and conductors, derived from recycled copper scrap. Our products are essential for applications in power generation, transmission, distribution, and the electronics industry.
2. Date or expected date of commencement of commercial production: Since 2017
3. In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.
4. Financial Performance based on given indicators as

effective implementation of the same. He is currently involved in managing the overall business operations of the Company including business planning & development, Production & Operations, Customer Relationship Management, Accounts & Finance, Secretarial, Legal operations & Compliance of our Company.

Mr. Prahladrai Ramdayal Heda (DIN:09696242) (Chairman and Whole-Time Director of the company and Partner of erstwhile M/s Sunlite Industries) is responsible for quality control, process improvement, Operations & Management, HR & administration. He ventured into the business of manufacturing of copper rods in year 2012 and since then, he has gained a good knowledge and experience of 15 years in this industry.

b) Mr. Prahladrai Ramdayal Heda (DIN:09696242)

Financial Year	Designation	Amount in Rupees per Annum
2024-25	Chairman and Whole-Time Director	Rs. 48 Lakhs
2023-24	Director	Rs. 30 Lakhs
2022-23	Director	Rs. 22 Lakhs

3. Recognition and Awards: ,

Item No.	Name of Director	Designation	Award
1	None		

4. Job profile Suitability:

Item No.	Name of Director	Designation	Job profile
1	Mr. Nitin Kumar Heda (DIN: 00383855)	Managing Director	Mr. Nitin Kumar Heda (DIN: 00383855) (Managing Director is responsible for financial aspects of the company along with marketing, vendor management, business planning and development. He is playing vital role in formulating business strategies and effective implementation of the same. He is currently involved in managing the overall business operations of the Company including business planning & development, Production & Operations, Customer Relationship Management, Accounts & Finance, Secretarial, Legal operations & Compliance of our Company.
2	Mr. Prahladrai Ramdayal Heda (DIN:09696242)	Chairman and Whole-Time Director	Mr. Prahladrai Ramdayal Heda (DIN:09696242) (Chairman and Whole-Time Director of the company is responsible for quality control, process improvement, Operations & Management, HR & administration.

5. Remuneration proposed:

Item No.	Name of Director	Designation	Amount in Rupees per Month
1.	Mr. Nitin Kumar Heda (DIN: 00383855)	Managing Director	Upto 20,00,000/-
2.	Mr. Prahladrai Ramdayal Heda (DIN:09696242)	Chairman and Whole-Time Director	Upto 8,00,000/-

6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Though direct comparable data could not be obtained, however, as a normal industry trend, the

proposed remuneration paid to Mr. Nitin Kumar Heda (DIN: 00383855) and Mr. Prahladrai Ramdayal Heda (DIN:09696242) professionals possessing invaluable and rich knowledge, experience and insights complemented with the vast business experience, is comparable with Executive Directors of other Companies and is in parity with the Industry Standards for such a responsible position.

7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:

Besides the remuneration proposed to be paid, Mr. Nitin Kumar Heda (DIN: 00383855) & and Mr. Prahladrai Ramdayal Heda (DIN:09696242) have other pecuniary relationship with the Company or relationships with any other managerial personnel and Directors.

Further, Mr. Nitin Kumar Heda (DIN: 00383855) & and Mr. Prahladrai Ramdayal Heda (DIN:09696242) is a Promoter of Company.

III. Other Information:

- Reasons of loss or inadequate profits:

Our Company is engaged in the manufacturing of copper rods, wires, earthing products, conductors, and wire bars through recycling of copper scrap, which find applications in the power, electrical, and electronic industries. The copper industry, being highly capital-intensive and cyclical in nature, requires substantial investment, long gestation periods, and is significantly impacted by global commodity price fluctuations.

In the recent period, the Company's profitability has been adversely affected due to internal and external challenges such as volatility in copper prices, fluctuations in demand from user industries, increased raw material procurement costs, rising competition, and downward pressure on product margins. Additionally, high operating costs and the time required to achieve economies of scale have further impacted returns.

Despite these challenges, the Company remains committed to sustainable growth by focusing on efficient recycling practices, cost optimization, and maintaining strict quality standards to meet customer requirements. The management is confident that with continued innovation, process improvements, and strategic market positioning, the Company will be able to overcome prevailing challenges and improve its financial performance.

- Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms:

The Company has begun to witness encouraging signs of recovery, stability, and gradual growth in its copper manufacturing operations. A steadfast focus is being maintained on cost rationalization across functions and streamlining of business processes to drive efficiency. Key areas such as manpower utilization, supply chain management, procurement strategies, and infrastructure deployment are being

reviewed to align with industry practices, optimize working capital, and strengthen cash flows.

To enhance productivity and profitability, the Company is undertaking a calibrated capacity expansion in its manufacturing facilities, with focus on optimized utilization of existing resources while minimizing gestation periods and initial costs. The recycling-based manufacturing model continues to provide sustainable and cost-effective inputs, enabling the Company to remain competitive even during volatile commodity cycles.

Further, the Company is diversifying its product mix by expanding production capabilities for new copper products in high demand within the power, electrical, and electronic industries. To support this growth, a robust marketing and distribution network is being developed both within India and in select international markets. This initiative is expected to broaden the Company's market reach, ensure faster offtake of production, and improve sales realization.

These strategic steps are already beginning to yield operational improvements, and with continued momentum, are expected to result in a steady increase in productivity and profitability in the coming periods. Over the longer term, with its focus on innovation, cost optimization, and sustained investment in the Indian power and electrical sectors, the Company aims to achieve greater market share, improved returns, and enhanced stakeholder value.

IV. Disclosures:

Your company provides utmost importance at best Governance Practices and are designated to act in the best interest of its stakeholders. Better governance practice enables the company to introduce more effective internal controls suitable to the changing nature of business operations, improve performance and also provide an opportunity to increase stakeholders understanding of the key activities and policies of the organization

In line with Regulation 15(2) of the Listing Regulations, the provisions of Corporate Governance shall not apply in respect of the following class of the Companies.

- Listed entity having paid up equity share capital not exceeding Rs. 10 Crore and Net worth not exceeding Rs. 25 Crore, as on the last day of the previous financial year;
- Listed entity which has listed its specified securities on the SME Exchange.

Since, our Company falls in the ambit of aforesaid

exemption (b); hence compliance with the provisions of Corporate Governance shall not apply to the Company.

Accordingly, the Directors recommend the matter and the resolution set out under Item no. 6 & 7 for the approval of the Members by way of passing a Special Resolution.

Pursuant to Section 102 of the Companies Act, 2013,

the Board of Directors of the Company do hereby confirm that except Mr. Nitin Kumar Heda (DIN: 00383855), Mrs. Khushboo Manishkumar Heda (DIN: 09696263), Director & Mr. Prahladrai Ramdayal Heda (DIN: 09696242), Whole Time Director, none of the Director and their immediate relatives are concerned or interested, financially or otherwise, in the aforesaid resolution.

By order of Board of Directors

SUNLITE RECYCLING INDUSTRIES LTD

[Formerly known as Sunlite Alucop Private Limited]

Prahladrai Ramdayal Heda

DIN : 09696242

Whole-time director & Chairman

Nitin Kumar Heda

Managing Director

DIN:- 0383855

Place: **Kheda**

Date: **02/09/2025**

Registered Office: Survey No. 270A
& Plot No. 1, Survey No. 267, Chhatha
Mile, Vill. Dantali, Ta.Vaso, Dist.
Kheda-387350, Gujarat, India.