

Strictly Private & Confidential**ALL DIRECTORS:****NOTICE**

Notice is hereby given that the Third Meeting of the Board of Directors of Madhav Copper Limited for the Financial Year 2022-23 is to be held on Saturday, 3rd September, 2022 at 4:00 p.m. at the registered office of the Company situated at Plot No.2107/D, Office No.203, 2nd Floor, D & I Excelus, Waghawadi Road, Bhavnagar – 364001 to transact the following business:

Sr no	Particulars
1	To grant leave of absence if any.
2	To approve and adopt Board's Report for the Financial year ended on 31 st March, 2022
3	To consider and appoint Secretarial Auditor of the company for the Financial Year 2022-23
4	To approve Secretarial Audit report.
5	To consider and appoint Cost Auditor of the company for the Financial Year 2022-23
6	To appoint Mr. Nilesh Natubhai Patel (DIN: 05319890), who retires by rotation and being eligible, offers himself for re-appointment.
7	To consider to hold 10 th Annual General Meeting of the company and to approve Notice of AGM
8	To Approve and Fix book closure as well as cut off date for e-voting for AGM.
9	To consider closure of the Register of Members and Share Transfer Books for the purpose of Annual General Meeting
10	To appoint scrutiniser to conduct e-voting process of Annual General Meeting
11	To consider any other Business with the permission of the chair.

Pursuant to the provisions of Section 173(2) of Companies Act, 2013 and rules prescribed there under, the Directors may participate in any Board Meeting either in person or through video conferencing or other audio visual means as may be prescribed.

If you wish to participate in the Board Meeting through video conferencing or other audio visual means, please write us at cs@madhavcopper.com to make the necessary arrangements in this regard.

MADHAV COPPER LIMITED (Erstwhile known as Madhav Copper Pvt Ltd.)

Works: Plot No : 5B/B, Survey No. 346-47, Nr. Kobdi, Ukharla,
Bhavnagar - Talaja Rd, Bhavnagar - 364050, Gujarat, India.

Office : 202/203, D&I Excelus, Opp. Home School, Waghawadi Road,
Bhavnagar - 364001, Gujarat, India.

T : 9925 65 0101, 9925 65 0202.

• Company CIN No: L27201GJ2012PLC072719 •

T : +91 278 3001034, 2221034.

 • E-mail: info@madhavcopper.com • www.madhavcopper.com



The Agenda of the business to be transacted at the Meeting and notes to Agenda is enclosed.

Kindly make it convenient to attend the meeting.

For Madhav Copper Limited

Sneha Langaliya

Sneha Langaliya
Company Secretary and Compliance officer

NOTES TO AGENDA FOR THE MEETING - (03/2022-23) OF THE BOARD OF DIRECTORS OF MADHAV COPPER LIMITED TO BE HELD ON, SATURDAY, 3RD SEPTEMBER, 2022 AT 4:00 P.M.

ITEM NO. 01

Chairman of the Meeting

Mr. Nilesh Patel occupies the Chair and conduct the Board meeting. In absence of the Chairman, the Board of Directors to elect one amongst the Director's present to act as Chairman for the meeting.

ITEM NO. 02

Granting leave of absence to Directors, if any.

If any Director is unable to attend the Meeting, he should seek leave of absence from the Board.

ITEM NO. 03

To approve and adopt Board's Report for the Financial year ended on 31st March, 2022

"RESOLVED THAT the Directors' Report for the year ended 31st March, 2022 as submitted before the Meeting be and is hereby approved and the same be signed on behalf of the Directors by Mr. Nilesh Natubhai Patel (DIN: 05319890), Chairman of the Meeting."

ITEM NO. 04

To consider and appoint Secretarial Auditor of the company for the Financial Year 2022-23

"RESOLVED THAT pursuant to the provision of Section 204 of the Companies Act 2013 rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014 and other applicable provisions if any of the Companies Act 2013, the consent of the board be and is hereby accorded to appoint M/s Kashyap Shah & Company, Practising Company Secretaries for conducting a secretarial audit of the company for the Financial year 2022-23"

The Board is requested to consider and take note of the same.

ITEM NO. 05

To approve Secretarial Audit report.

“RESOLVED THAT pursuant to the provision of Section 204 of the Companies Act 2013 rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014 and other applicable provisions if any of the Companies Act 2013, the secretarial audit report of the company for the Financial year ended 31st March, 2022 as given by M/s Kashyap Shah & Company, Practising Company Secretaries and tabled before the meeting, be and is hereby adopted”

ITEM NO. 06

To consider and appoint Cost Auditor of the company for the Financial Year 2022-23

“RESOLVED THAT, pursuant to section 148 (3) of the Companies Act, 2013 and Rule 6(2) of the Companies (Cost Records and Audit Rules) 2014 including any statutory modification thereto or re-enactment thereof for the time being in force, S. K. RAJANI & CO., Cost Accountants (Firm Registration No: 101113) be and are hereby appointed as the Cost Auditors of the company to conduct audit of cost records made and maintained by the company for financial year 2022-23.”

The Board is requested to consider and take note of the same.

ITEM NO. 07

To appoint Mr. Nilesh Natubhai Patel (DIN: 05319890), who retires by rotation and being eligible, offers himself for re-appointment.

“RESOLVED THAT, Pursuant to Section 152 of Companies Act, 2013 Mr. Nilesh Natubhai Patel (DIN: 05319890), chairman and whole-time Director, who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby reappointed as a Director of the Company.”

ITEM NO. 08

To consider to hold 10th Annual General Meeting of the company and to approve Notice of AGM

“RESOLVED THAT 10th Annual General Meeting of the Company be convened on Tuesday, 27th September, 2022 at 2.00 P.M at the Registered Office of the Company at Plot No.2107/D, Office No.203, 2nd Floor, D & I Excelus, Waghawadi Road, Bhavnagar – 364001 to transact the businesses mentioned in the Draft Notice as placed before the Board.

“FURTHER RESOLVED THAT Mr. Nilesh Natubhai Patel (DIN: 05319890), Director of the Company be and is hereby authorized to issue the notice to all the Directors, Shareholders and Auditors of the Company in this regard.”

ITEM NO. 09

To Approve and Fix book closure as well as cut off date for e-voting for AGM.

The Company has intimated that in terms of Section 108 of the Companies Act, 2013 and Rule 20(3)(vii) of the Companies (Management & Administration) Rules 2014, the Company have to fix the date as the cut-off date to record the entitlement of the shareholders to cast their vote electronically at the 10th Annual General Meeting (AGM) by electronic means under the Companies Act, 2013 and rules there under.

ITEM NO. 10

To consider closure of the Register of Members and Share Transfer Books for the purpose of Annual General Meeting:

“RESOLVED THAT pursuant to section 91 of companies act, 2013 and relevant rules made there under read with regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors have to fix book closure date for the Register of Members and Share Transfer Books of the company.

ITEM NO. 11

To appoint scrutiniser to conduct e-voting process of Annual General Meeting

RESOLVED THAT in compliance of Listing Agreement, M/s Kashyap Shah & Company, Practising Company Secretaries, who has given his consent to act as such be and is hereby appointed as Scrutinizer of e-voting process in a fair & transparent manner at ensuring Annual General Meeting and provide report thereon and be paid the remuneration and out of pocket expenses incurred by him as may be decided by the Managing Director of the Company.”

ITEM NO. 12

Any other matters with the permission of Chair.