



SHRI BAJRANG ALLIANCE LIMITED

Regd. Office & Works : 521/C, Urla Industrial Complex, Urla, Raipur 493221 (C.G.), India

Phone : +91-771-4288000, Fax : +91-771-4288001

E-Mail : sales.sbal@goeltmt.com, Website : www.sbal.co.in

Addl. Place of Business : Kh. No. 521/58, Dharsiwa-Tilda Road, Vill.-Tandwa, Tehsil-Tilda, Dist.-Raipur 493116 (C.G.)

CIN No. : L27103CT1990PLC005964



Dated: 08.04.2025

To,
BSE Limited,
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Dear Sir/Madam,

Sub: Intimation for Extra Ordinary General Meeting (EGM), fixation of cut-off date for e-voting, period of remote e-voting.

Ref: BSE Scrip Code-526981

Dear Sir/ Madam,

In Compliance with Regulation 30 and 42 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, Please note below mentioned details with respect to Extra Ordinary General Meeting (EGM), Fixation of cut-off date for e-voting, period of remote e-voting.

Further, we have also enclosed herewith copy of Notice of Extra Ordinary General Meeting and the same also be made available on Company's website. The same is set out below:

S.No.	Event	Date	Time
1.	Extra Ordinary General Meeting	Wednesday, 30 th April, 2025	04:00 P.M.
2.	Relevant Date/ Cut-off date to vote on EGM Resolutions	Wednesday, 23 rd April, 2025	-
3.	Commencement of E-Voting	Sunday, 27 th April, 2025	09:00 A.M.
4.	End of E-Voting	Tuesday, 29 th April, 2025	05:00 P.M.

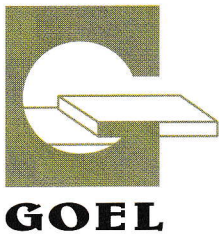
Thanking you

Yours faithfully

FOR, SHRI BAJRANG ALLIANCE LIMITED

ANSHU DUBEY
COMPANY SECRETARY & COMPLIANCE OFFICER





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Dear Sir(s),

Sub: Notice of the Extra Ordinary General Meeting of the Company going to be held on 30th April, 2025.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulation, 2015, as amended and any other applicable provision, we are pleased to inform that the Extra Ordinary General Meeting ("EGM") of the Members of **Shri Bajrang Alliance Limited** ("the Company") will be held on **Wednesday the 30th April, 2025 at 04:00 PM (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The Extra Ordinary General Meeting Notice is also uploaded on the Company's website.

The remote e-voting will be available during the following period:

Commencement of remote e-voting	From Sunday, 27th April, 2025 (09:00 A.M. IST)
End of remote e-voting	Till Tuesday, 29th April, 2025 (05:00 P.M. IST)

The remote e-voting module shall be disabled by **MUFG (formally Linkintime)** for voting after **Tuesday, 29th April, 2025 (05:00 P.M. IST)**.

Members, who are present at the EGM through VC/OAVM 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 during the EGM.

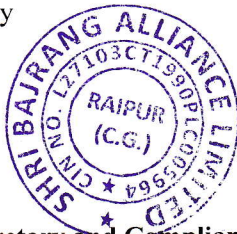
Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., **Wednesday, 23rd April, 2025** will be entitled to cast their votes by remote e-voting or e-voting during the EGM. The voting right of members shall be in proportion to their shares of the paid up equity share capital of the company as on cut-off date. Once the vote on a resolution is cast by the shareholder, the shareholder would not be allowed to change it subsequently. A person who is not a member on the cut-off date should accordingly treat the EGM Notice as for information purposes only.

We request you to kindly take the above on record and bring to the notice of all concerned.

Thanking You

Yours Faithfully

Anshu Dubey
Company Secretary and Compliance Officer



Encl: Notice of the Extra-Ordinary General Meeting



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CIN No. : L27103CT1990PLC005964



NOTICE

NOTICE is hereby given that an Extra-Ordinary General Meeting of the Members of **Shri Bajrang Alliance Limited** will be held on **Wednesday, 30th April, 2025 at 04:00 P.M. (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

SPECIAL BUSINESS:

ITEM 1: Approval of Material Related Party Contracts / Arrangements / Transactions with Shri Bajrang Power and Ispat Limited:

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 Regulation 23 (4) of Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015 ["SEBI Listing Regulations, 2015"] and other relevant provisions of the Companies Act, 2013 read with related Rules thereto, consent of the members be and is hereby accorded to the transactions to be entered with Shri Bajrang Power and Ispat Limited, a Promoter Group Company (as detailed in the Explanatory Statement annexed to the Notice) under a contract or an arrangement, for a sum not exceeding an aggregate value of Rs.500 Crores (Rupees Five Hundred Crores) only, for a period of 1 year commencing from April 01, 2025, on such terms and conditions as may be agreed by the Board, provided however that the transactions so carried out shall at all times be on arm's length basis and in the ordinary course of the company's business.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of its powers herein conferred to any committee of Directors or any one or more Directors of the Company and also be authorized to do all such acts, deeds, and things and take all such steps as may be necessary for the purpose of giving effect to this resolution."

ITEM 2: Approval of Material Related Party Contracts / Arrangements / Transactions with Shri Bajrang Chemical Distillery LLP.

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

"RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and Rules framed therein, Provision of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force and the Company's policy on dealing with Related Party Transactions, and all other applicable laws and regulations as amended, supplemented or re-enacted from time to time, subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary and pursuant to the consent of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to enter into material related party contracts/arrangements/transactions with M/s Shri Bajrang Chemical Distillery LLP being 'Related Party' within

the meaning of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for an amount not exceeding an aggregate value of Rs. 500 crores for period of 1 year provided that the said transactions to be entered into/ carried out are on arm's length basis on such terms and conditions as may be considered appropriate by the Board of Directors, as may be agreed between the Company and M/s Shri Bajrang Chemical Distillery LLP more particularly enumerated in the explanatory statement.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable including any negotiation /renegotiation/modification/ ratification/ amendments to or termination thereof, of the subsisting arrangements/ transactions/ contracts or any future arrangements/ transactions/ contracts and to make or receive/pay monies or to perform all other obligations in terms of such arrangements/transaction/ contracts, filing of necessary forms/documents with the appropriate authorities and to execute all such deeds, documents, agreements, letters, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company or to any Director of the Company or any other officer(s) or employee(s) or authorized representative(s) of the Company as it may consider appropriate in order to give effect to this resolution and to do all acts, take such steps, execute all documents, agreements and writings as may be considered necessary or expedient to give effect to the aforesaid resolution.”

ITEM 3: Re-appointment of Mr. Archit Goel as Whole Time Director for a term of 5 years and to fix remuneration thereon.

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

“RESOLVED THAT pursuant provisions of Sections 152, 196, 197, 198 and 203 of the Companies Act, 2013 (“Act”) read with relevant rules made thereunder and Schedule V, and other applicable provisions of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded for the re-appointment of Mr. Archit Goel (DIN:07685623) as a Whole-Time Director of the Company, based on the recommendations of the Nomination and Remuneration Committee and Board of Directors, for a period of 5 (Five) years with effect from February 11, 2025, upon the terms and conditions as recommended by the Board of Directors and Nomination and Remuneration Committee and as set out in the statement annexed to the notice convening this meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his tenure within the overall limits of Section 197 read with Schedule V to the Act, and in the agreement to be entered into between the Company and Mr. Archit Goel, with liberty to the Board of Directors, to alter or vary the terms and conditions and remuneration including minimum remuneration as it may deem fit and in such manner as may be agreed to between the Board and Mr. Archit Goel.

RESOLVED THAT the consent of the members of the Company be and is hereby accorded to fix the remuneration in the scale of Rs. 4,00,000/- to Rs. 6,00,000/- per month with the authority to the Board or any Committee thereof to fix the salary within the said scale from time to time based on the performance of the Company and Mr. Archit Goel, and in compliance with applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and execute all such agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in this regard as it may in its sole and absolute discretion deems fit and to delegate all or any of its powers herein conferred to any Committee of Directors and/or director(s) and/or officer(s) of the Company, to give effect to this resolution.”

FOR AND ON BEHALF OF THE BOARD



ANSHU DUBEY
COMPANY SECRETARY & COMPLIANCE OFFICER
WEBSITE:- WWW.SBAL.CO.IN
E-MAIL: CS.SBAL@GOELGROUP.CO.IN

DATE: 7th APRIL, 2025
PLACE: RAIPUR (CHHATTISGARH)

REGISTERED & CORPORATE OFFICE:
521/C URLA INDUSTRIAL COMPLEX, URLA,
RAIPUR (CHHATTISGARH)- 493221
CIN: L27103CT1990PLC005964

Notes: -

1. For the purpose of the Companies Act, 2013 ("Act"), the proceedings of the meeting shall be deemed to take place at 521/C Urla Industrial Complex, Urla, Raipur (Chhattisgarh)- 493221.
2. An explanatory statement pursuant to Section 102 of the Companies Act 2013 ('Act') in respect of the Special Business under item no. 1, 2 and 3 of the notice, is annexed hereto.
3. This EGM is being convened in compliance with applicable provisions of the Act and the rules made thereunder; provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"); the provisions of General Circular No. 14/2020 dated April 8, 2020; General Circular No.17/2020 dated April 13, 2020; General Circular No. 20/2020 dated May 05, 2022 issued by Ministry of Corporate Affairs issued by the MCA (collectively referred to as "MCA Circulars"); and SEBI Circular dated May 13, 2022, ref SEBI/HO/CFD/CMD2/CIR/P/2022/62.
4. The helpline number regarding any query/assistance for participation in the EGM through VC/OAVM is Tel: 022-49186175, Tel: 1800-222-990.
5. Since, the EGM is being conducted through VC/OAVM; there is no provision for appointment of proxies. Accordingly, appointment of proxies by the members will not be available.
6. Members are requested to participate on first come first serve basis, as participation through video conferencing is limited and will be closed on expiry of 15 minutes from the schedule time of the EGM. However, the participation of members holding 2% or more is not restricted on first come first serve basis. Members can login and join 15 (fifteen) minutes prior to the schedule time of meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time.
7. Members can raise questions during the meeting or in advance at cs.sbal@goelgroup.co.in However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.
8. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the Extra-Ordinary General Meeting is annexed hereto.
9. Institutional / Corporate Shareholders (i.e. other than individuals / NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body resolution/authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the Company by email through its registered email address to cs.sbal@goelgroup.co.in
10. In case of joint holders, 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 at the EGM.
11. Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrars and Transfer Agents / Depository Participant(s) for sending future communication(s) in electronic form. The email addresses can be registered with the Depository Participant ("DP") in case the shares are held in electronic form and with the Registrar and Transfer Agent of the Company ("RTA") in case the shares are held in physical form.

Registration of Email Id:

- In case, the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent / Depositories, log in details for e-voting are being sent on the registered email address.
- In case the shareholder has not registered his/her/their emails address with the Company/its RTA/Depositories and or not updated the Bank Account mandate, the following instructions to be followed:

Kindly log in to the website of the RTA, namely, Link Intime India Private Ltd., www.in.mpms.muvg.com under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. OR

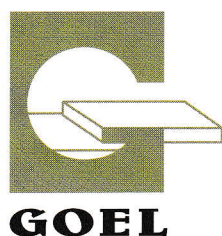
- In the case of Shares held in Demat mode: The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
 - Alternatively, Members may send an e-mail request to the email id: enotices@in.mpms.muvg.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in the case of physical folio.
12. A person whose name is recorded in the register of Members or in the register of beneficial owners maintained by the depositories as on **Wednesday, April 23rd 2025** being the **cut-off date** shall be entitled to avail the facility of remote e-voting or e-voting during the EGM. Persons who are not Members as on the cut-off date, but have received this notice, should treat receipt of this Notice for information purpose only.
 13. **The remote e-voting period begins on Sunday, April 27, 2025 at 9.00 A.M. (IST) and ends on Tuesday, April 29, 2025 at 5.00 P.M. (IST).** The remote e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter. A person who is not a Member as on the cut-off date shall treat this notice for information purpose only.
 14. Seeking any information with regard to any matter to be placed at the EGM are requested to write to the Company through an email on cs.sbal@goelgroup.co.in
 15. Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EGM. The Company reserves the right to restrict the number of questions and number of speakers depending upon the availability of time, for smooth conduct of the EGM. The Company has also provided the facility to the Members to ask questions to the panelist via active chat-board during the EGM and the same would be responded by the Company appropriately
 16. To support the 'Green Initiative', the members who have not registered their email addresses are requested to register the same with RTA/ Depositories.
 17. The business set out in the notice will be transacted through remote e-voting system and the instructions and other information relating to remote e-voting provided by Link Intime India Private Limited are given herein below in this Notice. In case of any queries or grievances in connection with remote e-voting, the shareholders may write to the registered office address of the Company.
 18. Members holding shares in physical form are requested to notify immediately changes, if any, in their address or bank mandate to the Company/Registrar & Share Transfer Agents (RTA) i.e. MUFG Intime India

Private Limited (formerly Link Intime India Private Limited ("MIPL") quoting their Folio Number and Bank Account Details along with self-attested documentary proofs. Members holding shares in the dematerialized (electronic) form may update such details with their respective Depository Participants. The Company or its Registrars cannot act on any request received directly from the shareholders holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the shareholders.

19. Pursuant to MCA Circulars, a designated email address i.e., cs.sbal@goelgroup.co.in has been created by the company so that the Members can convey their vote, when a poll is required to be taken during the meeting on any resolution at such designated email address through their email addresses which are registered with the RTA/DP.
20. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2014 Company is pleased to provide the members to exercise their right to vote at Extra-Ordinary General Meeting of the Company by electronic means through E-voting facility provided by MUFG Intime India Private Limited (formerly Link Intime India Private Limited).
21. M/s Anand Kumar Sahu and Associates; Practicing Company Secretaries have been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding 3 working days from the conclusion of the remote e-voting period unblock the votes in the presence of at least 2 witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and forward it to the Chairman of the Company.
22. Results declared along with the Scrutinizer's Report shall be placed on the website of the Company at <https://www.sbal.co.in/> and on the website of Link Intime India Private Limited at <https://instavote.linkintime.co.in> immediately after the declaration of Result by the Chairman or any person authorized by him in writing and communicated to BSE.

E- VOTING

In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members a facility to exercise their right to vote on business proposed to be transacted at the Extra-Ordinary general Meeting (EGM) by electronic means and the business may be transacted through e-voting services. The facility of casting votes by the members using an electronic voting system from a place other than the venue of the EGM, ("remote e-voting") will be provided by MUFG Intime India Private Limited (formerly Link Intime India Private Limited).



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CIN No. : L27103CT1990PLC005964



EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND (2) OF THE COMPANIES ACT, 2013

Item 1

As per Regulation 23 (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all material-related party transactions shall require the approval of shareholders. Further, explanation provided to Regulation 23(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 states that a transaction with a related party shall be considered material if the transaction/transactions to be entered into individually or taken together with previous transactions during the financial year (i.e., during 2024-25), exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. Hence, it is proposed to secure shareholders' approval on Resolution No. 1 in the forthcoming Extra Ordinary General meeting including through ballot/e-voting for approving the following related party contracts/arrangements to be entered during the financial year 2025-26.

PARTICULARS	DETAILS
Name of the Related Party	Shri Bajrang Power and Ispat Limited
Name of the Director or Key Managerial Personnel who is related	Mr. Narendra Goel, Mr. Anand Goel & Mr. Archit Goel.
Nature of relationship	Sister Concern as both the Companies have common Directors on their Board (Mr. Narendra Goel and Mr. Anand Goel being common Directors)
Nature, Material Terms, Monetary Value and Particulars of Contract or Arrangements	<p>The Company intends to purchase Steel, billets, and furnace oil from Shri Bajrang Power and Ispat Limited. The Company also intends to sale Billet, Ready to Eat Frozen Foods, and other Structural Steel to Shri Bajrang Power and Ispat Limited.</p> <p>The pricing mechanism is purely market-based.</p> <p>Maximum value of transactions in a financial year: Rs.500 cr. (Rupee Five Hundred Crore)</p>
Any other information relevant or important for the Member to decide on the proposed resolution	This contract is at arm's length basis and in the ordinary course of business.

Your Directors recommend passing of the resolution as set out at item no. 1 of this Notice as a Special Resolution for your approval.

None of the Directors or Key Managerial Personnel of the Company except Mr. Narendra Goel, Mr. Anand Goel & Mr. Archit Goel is concerned or interested in the Resolution to Item No. 1 of the accompanying Notice.

Item 2

Pursuant to the Provisions of Section 188 of the Companies Act, 2013 ("the Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014 ('Rules'), the Company is required to obtain consent of the Board of Directors and prior approval of the members by way of Ordinary resolution, in case certain transactions with related parties exceeds such sum as specified in the said Rules. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis. However, Pursuant to Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') approval of the members through resolution passed at General Meeting is required for all Material related party transactions, even if they are entered into in the ordinary course of business and on arm's length basis.

For this purpose, a transaction is considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a Financial Year exceeds INR 1,000 crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, of the Company.

M/s Shri Bajrang Chemical Distillery LLP is a 'Related Party' within the meaning of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has existing transactions with M/s. Shri Bajrang Chemical Distillery LLP, which is in the ordinary course of business and at arm's length basis. However, the estimated value of transaction (existing and proposed) in respect of transactions with M/s. Shri Bajrang Chemical Distillery LLP for the financial year 2025 -2026 is likely to exceed 10% of the Annual consolidated turnover of the Company as per the last Audited financial statements of the Company and may exceed the materiality threshold as prescribed under Regulation 23 of the Listing Regulations. Thus, these transactions would require the approval of the Members by way of Resolution at the General Meeting and therefore approval of the Members is sought to enable the Board for entering into new/further contracts/ arrangements/ agreements/ transactions (including any modifications, alterations, amendments or renewal thereto) with the aforesaid parties during the Financial year 2025 -2026 subject to the limits mentioned in the table below:

Details of the transactions with the aforesaid related parties of the Company along with the information as required pursuant SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, are as follows:

S. No	Description	Remarks
A summary of the information provided by the management to the Audit Committee:		
	Name of the related party	Shri Bajrang Chemical Distillery LLP
	Name of Director or Key Managerial Personnel who is related, if any	Mr. Archit Goel, Whole-time Director & CFO Mr. Anand Goel, Managing Director Mr. Narendra Goel, Chairman & Director
	Nature of relationship	Mr. Archit Goel is a Designated Partner on M/s Shri Bajrang Chemical Distillery LLP. Mr. Anand Goel is a Designated Partner on M/s Shri Bajrang Chemical Distillery LLP in the capacity of Nominee to Shri Bajrang Alliance Limited. Mr. Narendra Goel relatives are partner/ designated partner on M/s Shri Bajrang Chemical Distillery LLP.

	Aggregate maximum value of the contract/arrangement per transaction in any financial year	Aggregate upto Rs. 500 Crores (Rupees Five Hundred Crores for the financial year 2025 -26)
	Nature, material terms, monetary value and particulars of the contract or arrangements.	The Proposed transactions relate to supply of materials which shall be governed by the Company's Related Party Transaction Policy and have been approved by the Audit Committee.
	Any other information relevant or important for the members to take a decision on the proposed resolution.	All transactions with the related parties are done on at arm's length basis and in the ordinary course of business. The value of the related party transactions is being determined on the basis of the market price of the relevant material(s) and service(s) and hence valuation report is not required. Where market price is not available, alternative method(s) including reimbursement of actual cost incurred or cost-plus mark- up as applicable under arm's length pricing criteria are adopted.

Your Directors recommend passing of the resolution as set out at item no. 2 of this Notice as a Special Resolution for your approval.

The Members may note that in terms of the amended provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution as set out at item no. 2 of this Notice.

Shri Narendra Goel, Chairman and Director, Shri Anand Goel, Managing Director and Shri Archit Goel Whole time Director and CFO of the Company and their relatives may be deemed to be concerned or interested in the said resolution, to the extent of their directorship/shareholding interest, in the Company and/or the referred related parties of the Company. Except as above, none of the other Director(s), Key Managerial Personnel(s) of the Company or their relatives is, in any way, concerned or interested, financially or otherwise in the said resolution, except to the extent of their shareholding interest, if any.

Item 3

Mr. Archit Goel has attained the age of 34 years. He has rich and varied experience in the industry and has been in the Company from more than 10 years as the CFO and/or Director of the group Company. It would be in the interest of the Company to continue to avail of his considerable expertise as a Whole time Director. He is responsible for Framework for Operational Planning and increasing organizational effectiveness. He is responsible for the smooth and profitable operation of a company's affairs.

It is proposed to re-appoint Mr. Archit Goel as Whole Time Director, for a period of 5 (five) years. His current appointment as a Whole-time Director of the Company was upto February 11, 2025. Further the Nomination & Remuneration Committee and the Board of Directors at its Meeting held on January 13, 2025 has, recommended and approved re-appointment of Mr. Archit Goel as Whole Time Director of the Company for a period of 5 (five) years commencing from February 11, 2025, subject to the approval of members at the ensuing General Meeting, in accordance with the provisions of Sections 196, 197 and 203 and Schedule V of the Act. The Act also requires approval of the members of the Company for the said appointment and remuneration.

The terms of appointment of Mr. Archit Goel are as under:

I. Period of Appointment: February 11, 2025 to February 10, 2030.

II. Remuneration: Monthly Fixed Salary in the scale of 4,00,000/- to 6,00,000/- per month with the authority to the Board or any Committee thereof to fix the salary within the said scale from time to time.

The details of remuneration payable to Mr. Archit Goel, Whole Time Director for the period of 1st April, 2025 to 31st March, 2026 is as under:

BASIC SALARY	Rs. 2,00,000 per month with such increases as may be determined by the Board of Directors of the Company from time to time as per the Rules of the Company.
HOUSE RENT ALLOWANCE	Rs. 1,00,000 per month with such increases as may be determined by the Board of Directors of the Company from time to time.
MEDICAL ALLOWANCE	Rs. 50,000 per month with such increases as may be determined by the Board of Directors of the Company from time to time.
CONVEYANCE ALLOWANCE	Rs. 50,000 per month with such increases as may be determined by the Board of Directors of the Company from time to time.
VARIABLE SALARY	As may be decided by the Board from time to time.
TOTAL SALARY PAYABLE	Rs. 4,00,000 per month

III. The Whole-Time Director shall not, so long as he functions as such, be paid any sitting fees for attending meetings of the Board of Directors or any Committees thereof.

IV. During the tenure of his office as Whole-Time Director, he shall not be liable to retire by rotation.

V. The Whole-Time Director will also be entitled to such other privileges, facilities and amenities in accordance with the rules and regulations of the Company for its employees, as amended from time to time by Board of Directors or any Committee, within the overall limits prescribed under Section 197 and 198 of the Act read with Schedule V of the Companies Act, 2013 or any statutory modification thereof. Any terms and conditions set out for appointment and payment of remuneration herein may be altered and revised from time to time by the Board of Directors of the Company or any Committee thereof.

VI. In the event of absence or inadequacy of net profits in any financial year, the remuneration payable to the Whole-Time Director shall be governed by Section II of Part II of Schedule V of the Companies Act, 2013 or any statutory modification thereof and/ or applicable regulation of listing regulations and the same shall be treated as the Minimum Remuneration payable to the said Whole-Time Director.

Brief profile of Mr. Archit Goel pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, SEBI/HO/CFD/PoD/CIR/P/0155 dated November 11, 2024 and Secretarial Standard 2 on General Meetings has been annexed as Annexure-1

The Board of Directors recommends the relevant resolution for your consideration and approval as a Special Resolution.

In terms of the requirements as per sub-clause (iv) of the proviso to Sub paragraph (B) of Paragraph (1) of Section II of Part II of Schedule V to the Act, the information is as furnished below:

I.GENERAL INFORMATION		
1.	Nature of Industry	Iron & Steel industry Manufacturing, Trading, Food-Processing and Agro trading.
2.	Date or expected date of commencement of commercial production	Existing Company in operation since 1990.
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	Financial performance of the Company for the year ended 31 st March, 2024 Revenue from operations: 56,991.32 lakhs Other Income: 433.09 lakhs Total Expenditure: 56,937.82 lakhs Net Profit before tax: 486.59 lakhs Profit after tax: 312.56 lakhs
5.	Export performance & foreign exchange earned for the financial year ended 31 st March, 2024	Foreign exchange earnings and out go: Earnings: 778.89 lakhs Outgoing: 22.92 lakhs
6.	Foreign Investment or collaborations, if any.	Not Applicable
II.INFORMATION ABOUT THE APPOINTEE		
1.	Background	Name: Mr. Archit Goel Designation: Whole Time Director Age: 34 Experience: 10 years and above Qualification: Business Administration, Marketing Mr. Archit Goel is Director of the Company since 11.02.2020 and CFO of the Company since 08.09.2014 He is also associated with the mentioned companies. 1. Ginni Devi Goel Foundation 2. YPO Chhattisgarh Foundation 3. Shri Bajrang Chemical Distillery LLP
2.	Past remuneration	Rs. 1,02,00,000 per annum
3.	Recognition or awards	40 Most Influential leaders under 40 [2020-21]
4.	Job profile and his suitability	After completing his education from Kingston University, London, Mr. Archit Goel joined the Goel group of companies at their flagship company, Shri Bajrang Power and Ispat Ltd. He was simultaneously taking care of operations and project activities at the steel division at a larger scale. His strengths lie in conducting operational & financial system reviews, productivity & sales. A Tec savvy and movie- buff- enthusiastic young leader now operates as the whole-time director & CFO of

		Shri Bajrang Alliance Ltd and is the face of the brand in its journey at the FMCG sector. It would be in the interest of the Company to continue to avail his considerable expertise as an Executive Director. He is responsible for the smooth and profitable operation of a company's affairs.
5.	Remuneration proposed	As stated above
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position	Taking into consideration the size of the Company, the profile of the appointee, the responsibilities shouldered by him and the industry benchmarks.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the Managerial Personnel, if any.	Mr. Archit Goel is son of Mr. Narendra Goel who is the Chairman cum Director of the Company.
III. OTHER INFORMATION		
1.	Reason of inadequate profit	During the financial year 2025-26, it is expected that the profits of the Company may not be adequate and therefore the remuneration payable to the Directors would exceed the limits prescribed. Hence this proposal under applicable provisions of Schedule V.
2.	Steps taken or proposed to be taken for improvement	To address these challenges, the Company has initiated several measures towards achieving organizational and operating efficiencies, alongside working on improvements in process and controls.
3.	Expected increase in productivity and profits in measurable terms	The above measure undertaken is expected to yield positive results in the coming years. While it is difficult to give precise figures, the above initiatives are expected to improve the financial performance of the Company.
IV. DISCLOSURES		
1.	The Shareholders of the Company shall be informed of the remuneration package.	The remuneration paid to Mr. Archit Goel was stated above.

FOR AND ON BEHALF OF THE BOARD




ANSHU DUBEY
COMPANY SECRETARY AND COMPLIANCE OFFICER
WEBSITE: - WWW.SBAL.CO.IN
E-MAIL: CS.SBAL@GOELGROUP.CO.IN
7th MAY, 2025
RAIPUR (CHHATTISGARH)

REGISTERED & CORPORATE OFFICE:
521/C URLA INDUSTRIAL COMPLEX, URLA
RAIPUR (CHHATTISGARH)- 493221
CIN: L27103CT1990PLC005964

ANNEXURE-1**[ANNEXURE TO ITEMS NO. 3 OF THE NOTICE]**

Details of Directors seeking appointment and re-appointment at the forthcoming Extra Ordinary General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, SEBI/HO/CFD/PoD/CIR/P/0155 dated November 11, 2024 and Secretarial Standard 2 on General Meetings]

Annexure 1:

SR. NO.	DISCLOSURE REQUIREMENTS	MR. ARCHIT GOEL
1.	Reason for change viz. Appointment, Resignation, Removal, Death or otherwise.	Re-Appointment
2.	Date of Appointment/Cessation & term of appointment.	11 th February, 2025, re-appointed as Whole Time Director subject to shareholder approval.
3.	Brief Profile (in case of appointment)	Mr. Archit Goel, a 34-year-old post graduate in Business Management from Kington University, serves as the Whole Time Director and CFO at Shri Bajrang Alliance Ltd., a leading FMCG brand. A technology proficient and results-oriented executive, Mr. Goel oversees operational, financial, process, and system reviews to assess organizational performance and controls. His responsibilities include generating Weekly and monthly management reports encompassing cost benefit analysis, productivity analysis, inventory turnover analysis, and cost variance analysis. Furthermore, he manages operations and projects within the company's steel division. His expertise in operational and financial system reviews, productivity enhancement, and sales generation makes his continued service as an Executive Director highly valuable to the company's sustained success and profitability.
4.	Disclosure of Relationships Between Directors	Mr. Archit Goel is son of, Mr. Narendra Goel who is the Chairman cum Director of the Company.