



LLOYDS METALS AND ENERGY LIMITED

Regd. Office and Works : Plot No. A1 & A2, MIDC Industrial Area, Ghugus 442 505, District Chandrapur (MS), Tel : 07172-285388, 07172-285103
Corporate Office : A2, 2nd Floor Madhu Estate, Pandurang Budhkar Marg, Lower Parel, Mumbai-400013, Tel : +91-22-62918111

www.lloyds.in | CIN: L40300MH1977PLC019594 | investor@lloyds.in

Date: 14/06/2021

To,

BSE Limited

The Corporate Relationship Department
P.J. Towers, 1st Floor, Dalal Street,
Mumbai – 400 001

To,

Head- Listing & Compliance

Metropolitan Stock Exchange of India Ltd. (MSEI)

Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 098

Subject: Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: BSE Scrip Code: 512455

BSE and MSEI Scrip ID: LLOYDSME

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that members of the Company has interalia approved the following businesses in its 44th Annual General Meeting held on 14th June, 2021.

1. Alteration of Memorandum of Association of the Company
2. Alteration of Articles of Association
3. Re-appointment of Mr. Mukesh Gupta (DIN: 00028347) who retired by rotation pursuant to requirement of section 152 (6) of the Companies Act, 2013
4. Regularization of appointment of Mr. Madhur Gupta (DIN: 06735907) as Non- Executive Non Independent Director in Promoter Category, liable to retire by rotation

The voting results of the aforesaid resolutions in the prescribed format have been separately intimated to you.



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Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 are mentioned below.

I. Brief details of alterations made in MOA are given below

Adoption of new set of Memorandum of Association of the Company ("MOA") in accordance with Table A of Schedule I of the Companies Act 2013 effecting the following modifications and amendments in the existing MOA:-

- a. The words 'Companies Act, 1956' in the existing MOA is substituted with the words 'Companies Act, 2013', wherever required under the applicable provisions.
- b. The existing clauses I, II, III, IV & V are numbered as 1st, 2nd, 3rd, 4th & 5th respectively.
- c. Part A of Clause III of MOA is titled as '(a) The Objects to be pursued by the Company on its Incorporation are':
- d. Part B of the Clause III of MOA is titled as '(b) Matters which are necessary for furtherance of the Objects specified in Clause 3rd (a) are': and the following three new sub-clauses are inserted before existing sub-clause (45) and all sub-clauses are renumbered appropriately:
 1. To carry on the business of buying, purchasing or otherwise acquire any immovable or movable property of all kinds and description and right, title and interest therein and to carry on the business of renting, letting or other similar arrangements of immovable and moveable properties including but not limited to equipment of all kinds and description, building equipment, construction equipment and houses, building, industrial sheds, plots, flats, vehicles, plants, machineries, computers and any other assets.
 2. To carry on business of contractors, Builders, Town planners, Infrastructure developers, Estate developers and Engineers land developers, Land Scapers, estate agents, immovable property dealers and to acquire, buy, purchase, hire or otherwise lands, buildings, civil works, immovable property of any tenure or any interest in the same and to erect and construct, houses, flats, bungalows or civil work of every type on the land of the Company or any other land or immovable property whether belonging to the Company or not and to pull down, rebuild, enlarge alter and other conveniences and to deal with and



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- improve, property of the Company or any other Immovable property in India or abroad.
3. To purchase, sell, exchange, rent and otherwise trade any kind of movable and immovable property, goods and other any assets.
- e. Existing sub clause 45 in Part B of the Clause III of MOA is altered by deleting the reference to the other objects in line with the requirements of the Companies Act, 2013.
- f. Appropriate and relevant objects of the Memorandum of Association, mentioned under Clause III (C) – ‘Other Objects’ are merged with Clause III (B) – ‘Objects Incidental or Ancillary to the attainment of the Main Objects’ and consequently the object numbering is changed.
- g. Part C of Clause III of MOA viz. “Other Objects” is deleted in line with the requirements of the Companies Act, 2013.
- h. The existing liability clause is substituted as below in line with new clause provided as per Companies Act, 2013
4th The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
- i. In the existing Memorandum of Association of the Company, reference to various sections of the Companies Act, 1956 is replaced with the reference to the corresponding sections of the Companies Act, 2013, where required.
- II. **Brief details of alterations made in AOA are given below**
- Alteration of the existing clause 3 (a) of the Articles of Association of the Company with the following clause.
3 (a) The Authorised Share Capital of the Company shall be such amount as may be mentioned in Clause 05th of the Memorandum of Association of the Company from time to time.
- III. **Brief details of Re-appointment of Mr. Mukesh Gupta (DIN: 00028347) who retired by rotation pursuant to the requirement of section 152 (6) of the Companies Act, 2013 and Regularization of appointment of Mr. Madhur Gupta (DIN: 06735907) as Non- Executive Non Independent Director in Promoter Category, liable to retire by rotation**



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| Sr. No. | Particulars | Madhur Gupta-Details | Mukesh Gupta- Details |
|---------|---|---|--|
| 1 | Reason for change viz. appointment, resignation, removal, death or otherwise; | Regularization of appointment of Mr. Madhur Gupta (DIN: 06735907) | Re-appointment of Mr. Mukesh Gupta (DIN: 00028347) who retired by rotation pursuant to the requirement of section 152 (6) of the Companies Act, 2013 |
| 2 | Date of appointment/cessation (as applicable) & term of appointment; | Original Date of Appointment in the Company as the Additional Director was 13 th November, 2020. Mr. Madhur Gupta (DIN: 06735907) is appointed as Non-Executive Non Independent Director in the Promoter Category (liable to retire by rotation) in the Annual General Meeting held on 14/06/2021. | Original Date of Appointment in the Company was 21/11/1991. Re-appointment of Mr. Mukesh Gupta in the Annual General Meeting held on 14/06/2021 who retired by rotation pursuant to requirement of section 152 (6) of the Companies Act, 2013 |
| 3 | Brief profile (in case of appointment) | Mr. Madhur Gupta holds a degree of MSC in Engineering and Business Studies from University of Warwick, United Kingdom. He has 8 years of experience in Real Estate and Infrastructure. His expertise are in area of Project execution, planning, finance and business development. | He is commerce graduate and a successful industrialist having vast knowledge and rich experience of over 31 years in Production, Management, Consultancy and other areas in Steel, Power and Trading Industry. Under his Leadership, the Company and Uttam Value Steels Ltd. (Formerly Lloyds Steel Industries Ltd.) implemented several projects in Steel Sector, including power plant. He is Founder Board Member of Lloyds Group |
| 4 | Disclosure of relationships between directors (in case of appointment of a director). | Mr. Rajesh Gupta, Non-Executive Director of the Company is Father of Mr. Madhur Gupta. Mr. Mukesh Gupta, Non-Executive Director of the Company is uncle of Mr. Madhur Gupta & Mr. Babulal Agarwal, Managing Director of the Company is Grandfather of Mr. Madhur Gupta. | Mr. Babulal Agarwal, Managing Director of the Company is maternal uncle of Mr. Mukesh R. Gupta. Mr. Rajesh R. Gupta, Non-Executive Director of the Company is brother of Mr. Mukesh R. Gupta. Mr. Madhur Gupta, Non-Executive Director of the Company is nephew of Mr. Mukesh R. Gupta. |

We would further like to state that as per the requirement of the circular no. LIST/COMP/14/2018-19 dated June 20, 2018 w.r.t. Enforcement of SEBI Order regarding appointment of Directors by listed companies, the Company while considering the appointment/reappointment of Mr. Madhur Gupta and Mr Mukesh Gupta as directors, had



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verified that the said persons is not debarred from holding the office of director pursuant to any SEBI order.

Accordingly, we hereby affirm that the Director being appointed/re-appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Thanking You,
Yours faithfully,
For Lloyds Metals and Energy Limited

Sneha Yezarkar
Company Secretary