



SHREE RAMA MULTI-TECH LIMITED

30TH ANNUAL GENERAL MEETING

HELD ON

THURSDAY, 5TH SEPTEMBER, 2024

THROUGH

VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS

AT

11:00 A.M. IST

Disclaimer: This is a memorandum of the proceedings of the Annual General Meeting of Shree Rama Multi-Tech Limited held on 5th September, 2024 at 11:00 a.m. While we have made our best attempt to prepare a verbatim transcript of the proceedings of the meeting, however, it may not be a word to word reproduction.

Welcome address by Mr. Sandip Mistry – Company Secretary

Dear Shareholders,

Good Morning

I am Sandip Mistry, Company Secretary of Shree Rama Multi-Tech Limited.

Today is Thursday, 5th September, 2024. It is 11.00 A.M.

On behalf of the Board of Directors of Shree Rama Multi-Tech Ltd. I extend a warm welcome to all of you at the 30th Annual General Meeting of the Company held through Video Conferencing as per Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

The Company has taken all feasible steps to ensure that the shareholders are provided with an opportunity to participate in the Annual General Meeting.

Now, I request the Chairman Shri Mittal K. Patel to welcome and address to the shareholders.

Moderator is requested to unmute the Chairman Sir.

Mittal K. Patel:

Good Morning,

I Mittal K. Patel, the Chairman of the Company welcome you all to the 30th Annual General Meeting of the Company. Hope all of you are safe and in good health.

We have the requisite quorum present through video conference to conduct the proceedings of the meeting. The Participation of members through video conference is being reckoned for the purpose of quorum as per the circulars issued by MCA, and Section 103 of the Companies Act, 2013. The requisite quorum being present, I call this meeting in order.

I am also the Chairman of Stakeholders and Grievance Committee.

Before we start the main proceedings of the meeting, I request Company Secretary- Sandip Mistry to introduce panellist attending the meeting through video conference,

Moderator is requested to unmute the Company Secretary

Sandip Mistry:

Shri Shailesh K. Desai, Managing Director has joined the meeting from the Plant of the Company at Moti-Bhoyan Ta. Kalol.

Shri Hemal R. Shah, Whole-Time Director has joined the meeting from the Plant of the Company at Moti-Bhoyan Ta. Kalol.

Shri Vijay R. Shah, Independent Director and the Chairman of Audit Committee and Nomination & Remuneration Committee has joined the meeting from his office at Ahmedabad.

Shri Shalin S. Patel, Independent Director has joined the meeting from his office at Ahmedabad.

Smt. Vandana C. Patel, Non-Executive Director has joined the meeting from her office at Ahmedabad.

Shri Hemant Shah Chief Financial officer has joined the meeting from the plant of the company at Moti-Bhoyan Ta. Kalol.

Apart from them, we also have Statutory auditors Mr. Chirag M. Shah of M/s. Mahendra N Shah & Co. and Scrutinizer Mr. Chirag Shah of M/s. Chirag Shah & Associates who have also joined this meeting from their office.

The documents referred in the Notice and the other Statutory Registers are available for inspection in the electronic mode. The members seeking to inspect the documents can send the e-mail to the Company at cslegal@srmtl.com.

Please note that all the members who have joined this meeting are by default placed on mute, to avoid any disturbance from background noise and to ensure smooth and seamless conduct of the meeting.

Now I provide general instructions to the members regarding participation in this meeting and business to be transacted at the Annual General Meeting.

Pursuant to the MCA Circulars and SEBI Circulars, the Annual Report for the Financial Year 2023-24 along with Notice, Board's Report, Auditor's Report and Financial Statements have already been circulated to all the shareholders through electronic mode whose email addresses are registered with the Company or Depositories. The Notice and Annual Report have been uploaded on the website of the Company at www.srmtl.com. The Notice can also be accessed from the websites of BSE Limited and National Stock Exchange of India Limited and the AGM Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com.

With your permission, the Notice of the 30th AGM is taken as read, however, for your consideration, I read the businesses in brief as set out in the Notice of the meeting:

ORDINARY BUSINESS:

1. Ordinary Resolution No. 1:

Consideration and adoption of Audited Financial Statements for the Financial Year ended 31st March, 2024 and the Reports of Board of Directors and Auditors thereon.

2. Ordinary Resolution No. 2:

Appointment of a Director in place of Smt. Vandana C. Patel (DIN: 07010646), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. Special Resolution No. 3

Approval of Re-appointment of Shri Shailesh K. Desai (DIN: 01783891) as the Managing Director for a period of (3) three years with effect from August 3, 2024

4. Ordinary Resolution No. 4

Approval of Re-appointment of Shri Hemal R. Shah (DIN: 07338419) as the Whole-Time Director for a period of (2) two years with effect from November 27, 2024

5. Ordinary Resolution No. 5

Ratification of Remuneration to be payable to Cost Auditors of the Company for the F.Y. 2024-25.

Now, I read in brief the qualifications of the Statutory Auditor and Secretarial Auditor of the company:

Statutory Auditors' Qualifications:

The statutory auditor has qualified the opinion on

(1) Non-consolidation of accounts of Shree Rama (Mauritius) Limited (Wholly Owned Subsidiary) which is given on the page no 55 of the annual Report.

Secretarial Auditors' Qualifications:

The secretarial auditor has qualified the opinion on

(1) Non-consolidated accounts of its wholly own subsidiary i.e. Shree Rama (Mauritius) Limited, Attention of the Members is drawn to the explanations / comments given by the Board of Directors in their report for the qualifications, observations or comments made by Statutory Auditor and Secretarial Auditor on page no. 7 and 8 of the Annual Report.

The comments given by the Board of Directors are taken as read.

Now I request the Chairman Sir to address the members and brief them about the performance of the company.

Moderator is requested to unmute Chairman sir.

Mittal K. Patel

Dear Members,

My sincere thanks to all of you for being with us on 30th Annual General Meeting. I trust you and your family are well.

The Annual Report for the financial year ended on 31st March, 2024 along with Board's Report, Audited Financial Statements are already circulated to you in advance.

Now, I brief you about the industry and the performance of the Company.

The India Packaging Market size is estimated at USD 84.37 billion in 2024, and is expected to reach USD 142.56 billion by 2029, growing at a CAGR of 11.06% during the forecast period (2024- 2029). The demand for packaging in India has expanded drastically, spurred by the rapid growth in consumer markets, especially in processed food, personal care, and pharmaceutical end-user industries. Packaging is India's one of the fastest growing sectors. Over the last few years, the industry has been a key driver of technology and innovation, contributing to various manufacturing sectors, including agriculture and the fast-moving consumer goods (FMCG). The packaging industry in India is diverse and serves a diverse range of products and industries. The companies have established manufacturing facilities in the country and used these domestic facilities as a base to export to other nations due to the government's positive promotion of the Make in India policy. The government has implemented a plan to lower tax rates for new

manufacturing businesses to transform India into a global manufacturing hub. In addition, the government intends to further level the playing field in the industry by launching several initiatives to support the growth of packaging and technological advancements,

Our Company is an ISO 9001:2015, ISO 15378:2017 and DMF-type III certified Company engaged in providing primary packaging solution. As you are aware that we currently manufacture a wide and diverse range of packaging products such as laminated tubes (“Lami Tubes”), tube laminates and flexible laminates. Our products are primarily used for oral care, pharmaceuticals, cosmetics and fast-moving consumer goods (FMCG) sectors. Our products are available in different sizes, diameters and circular shape as per the specifications of our customers. Our company’s major product is laminated tubes and laminates, which is used for packing products in paste or gel form.

During the year under review, your Company’s total revenue from operations was ₹177.70 Crore as compared to ₹196.26 Crore of previous year which shows a marginal decrease over the previous year figure. The EBIDTA of the Company during the year was ₹16.54 Crore. The profit for the Financial Year 2023-24 was ₹9.96 Crore as compared to profit of ₹5.04 Crore of the previous year 2022-23. The increase in the profitability is mainly due to reduction in the price of raw material, Finance cost along with effective management of the available resources with the Company.

Further, during the first quarter of the current year, the Company has achieved the total revenue of Rs. 43.48 Crore. The Net profit for the first quarter of current FY 2024-25 is Rs 4.19 Crore as compared to Rs. 1.95 Crore of corresponding first quarter of the previous financial year.

I would like to inform you that your Company has successfully completed Rights issue of Equity Shares by issue of Seven Crore equity shares of ₹5 each, at issue price of ₹9 per share (including premium of ₹4 per share) for an amount aggregating to ₹63 Crore. The funds raised through Rights Issue have been utilized as per objects of the Issue Viz., Repayment of certain outstanding borrowings including redemption of non-convertible Debentures, Issue Expenses and General Corporate Purpose. Consequently, the Company has repaid the entire long outstanding debts of the Company. I therefore convey my special thanks to the shareholders and the investors for the support and trust given for the Company for the growth of the Company.

Further, I would like to inform you that pursuant to allotment under the Rights Issue to the equity shareholders, the promoter of the Company Viz., Nirma Chemical Works Private Limited’s holdings has increased to 56.53% being post issue paid up equity share capital, consequently Nirma Chemical Works Private Limited became the holding company of Shree Rama Multi-Tech Limited with effect from July 3, 2023 and the company became the Subsidiary of the promoter company.

It is my great pleasure to inform you that the Company’s investment plan in form of CAPEX for approx. Rs. 17 Crore for purchase of Multi- Layer film plant is successfully completed and the Company has started its commercial production of MLFP in the month of June, 2024. With the commencement of production of MLFP, the making of Multi layers Films will enhance our quality and reduce our dependency on outside job work and simultaneously will also reduce the inventory as well as lead time for our Laminate customers. It is my pleasure to inform you that

the overall effect of improvement in the performance will also be seen in the current FY 2024-25.

Furthermore, I am also pleased to inform that during the current FY 2024-25, the Company has successfully installed Roof top based Solar Power generation capacity supplied by Sunfraa Global. The capacity has started generation solar power and this new initiative is showing our efforts to shift to Green energy as much as possible and simultaneously it will reduce our Power cost and will add to our bottom line (profitability) in the times to come.

Now I would like to convey my special thanks to the all the shareholders who have put in the trust on the Company and given the support for the Rights Issue of the Company which has geared up the further step towards the growth of the Company and I expect such continuous support for the future growth of the Company.

I convey my thanks to the shareholders for sparing valuable time for joining in the meeting and support to the company.

Thanks

Now I request the Company Secretary to continue the proceeding.

Moderator is requested to unmute Company Secretary

Sandip Mistry:

The shareholders who have any queries and have not registered themselves with the Company as Speaker may send their queries to the Company at cslegal@srmtl.com.

As we have received some questions from shareholders through email, our Whole Time Director will give the answers after the completion of session of question of speakers.

As per the record 5 (five) shareholders have registered themselves as speakers to speak during the meeting.

We shall allow the speakers to ask the questions one by one and thereafter the Whole Time Director give the answers to the questions of the speakers.

Please note that the speaker will be unmuted and is allowed to speak for 3 minutes. Therefore, you are requested to complete your questions within the time allotted to you and thereafter you will be muted.

I request moderator to unmute the speakers one by one.

Moderator

Thank Sir. Now I will unmute the currently available registered speaker to speak at the meeting.

Mr. Vaibhav Badjatya

I am audible,

Sandip Mistry:

Yes, go ahead sir.

Mr. Vaibhav Badjatya

Thanks a lot sir, I had already submitted list of questions. If you have all them.

Sandip Mistry:

Yes

Mr. Vaibhav Badjatya

Ok, if you answer those question point by point it will suffice. Thank you sir. That all from my side. Thanks.

Mr. Aspi bamanshaw bhesania

Can you hear me, I am Aspi bhesania from Bombay. Thanks for giving me opportunity to speak. Sir I am s shareholder since IPO when the price was Rs. 120 per share now its 28 only. How you proposed to compensate to the shareholder. I know that you was not there at that time. Now, what is the thought process of Nirma Promoter? What is the trend for the company and road map for the next 2 to 3 year? Last question as Essel propack is taken over by new management what is the impact on us?

Hitesh K

I am audible,

Sandip Mistry:

Yes

Hitesh K

I only speak my question which are as follows:

Q.1 Could you please share the breakup of revenues in FY24 by product categories – multilayer tubes, tube laminates, and flexible laminates?

Q.2 Which are the major end user industries that we cater to, both in India and Overseas?

Q.3 Could you please elaborate on the purchase of multi-layer film plant from Germany, what kind of products we plan to introduce, the end markets/customer that we plan to target and the revenue potential from this investment? Do we already have contracts for this capacity from existing or new customers?

Q.4 What is our current capacity across different products and what was the utilisation of the same in FY24?

Q.5 Any update on the sale of Pondicherry unit, the sale is long pending? Are we incurring any cost for this unit?

Q.6 Could you please share your growth plans for both India and overseas?

Q.7 The company reported 12% EBITDA margins in Q1-FY25, this was one of the best, is this on account of favourable RM prices or is it sustainable going forward?

Q.8 The largest player in this business reports EBITDA margins of 20%, can we also attain a margins north of 15% and what could drive this?

Thanks

Goutam Nandy

I am audible,

Sandip Mistry:

Yes

Goutam Nandy

Good Morning and Namaskar Chairman Sir and online shareholders. Myself Goutam Nandy shareholder from IPO time and price was Rs. 120 per share now as Mr. Aspi already said it around 20. Anyway no problem. First of all I thank to Secretarial Department for giving good service to minority shareholder as I receive Annual Report along with joining link in advance. Sir I want to share our view that what is the direct impact on our company implementation of union budget 2024-25? What is the roadmap for next 3 to 4 year specially related to growth of our Company? At present how many permanent and non-permanent employees you have? Sir are you adopting AI technology in our Company. Pls. answer sir. As we conducting meeting through VC which provide option to participate the shareholders from anywhere. Pls. provide the speaker Sr. No. pls. do something for our speaker shareholders and I am proud on the strong management and Company.

Sandip Mistry

As there are no further speakers, now Shri Hemal Shah, the Whole-Time Director will give the answers to the questions received from the shareholder through mail.

Moderator is requested to unmute the Whole-Time Director.

Hemal R. Shah

I will first answer to the questions received through mail that came from speaker Mr. Vaibhav Badjatya which are as follows:

Q-1 Before 17cr capex, company had 15000MT of Laminate capacity and 95cr of Lami tubes capacity, out of which 11000MT and 57cr was operable capacity. What would be total and operable capacity post completion of 17cr capex?

A-1 Capacity remains same, this capex was focused on backward integration to boost bottom line. Topline will not change much.

Q-2 Given the idle land at current location post 17cr capex, what would be the further capacity expansion possible at existing location?

A-2 Yes, land is available, as and when opportunity comes for expansion, we can utilize this land.

Q-3 Post 17cr capex, which segment would be of focus for further expansion in years ahead?

A-3 LamiTube business.

Q-4 Can you please sales volume and capacity utilization for Laminate and Lami tubes for FY24?

A-4	ITEM	UNIT	SALE IN FY 23-24	CAPACITY UTILIZATION
	LAMI TUBE	Nos (Lac)	5335	56.80%
	LAMINATE	Lac SQMT	116.4	24.30%

Q-5 There is a sharp reduction in exports to Asia region in FY24. Can you please explain the key reasons for the same?

A-5 Our focus area in terms of export business is Europe, Asia business as such was not much and it got affected a little due to financial trouble in SriLanka.

Hemal R. Shah

Now I will answer to the questions received through mail that came from speaker Mr. Hitesh K which are as follows:

Q-1 Could you please share the breakup of revenues in FY24 by product categories – multilayer tubes, tube laminates, and flexible laminates?

A-1 LAMI TUBE – 50%
TUBE LAMINATE – 43%
FLEXIBLE LAMINATE – 3%

Q-2 Which are the major end user industries that we cater to, both in India and Overseas?

A-2 We mainly cater to Oral care / FMCG / Pharmaceutical and Cosmetic industry segments.

Q-3 Could you please elaborate on the purchase of multi-layer film plant from Germany, what kind of products we plan to introduce, the end markets/customer that we plan to target and the revenue potential from this investment? Do we already have contracts for this capacity from existing or new customers?

A-3 As stated earlier also, this new investment in Multi-Layer Blown Film Plant is for backward integration of our processes to remove our dependency on outside job work and improve profitability as well as quality. It will not add to our Top line in any way.

Q-4 What is our current capacity across different products and what was the utilisation of the same in FY24?

A-4 Capacity Utilization

	Unit Of Measurement	Installed Capacity	Utilization	%
Multilayer Tube	Nos (Lac)	9,514.00	5,405.00	56.81%
Laminates	MT	15,000.00	3,647.00	24.31%

Q-5 Any update on the sale of Pondicherry unit, the sale is long pending? Are we incurring any cost for this unit?

A-5 Nothing much happening on that unit, we only incur minor maintenance / security related cost.

Q-6 Could you please share your growth plans for both India and overseas?

A-6 We plan to increase footprint in Europe and Middle East countries for export business and increase our footprint in Pharma segment of domestic business.

Q-7 The company reported 12% EBITDA margins in Q1-FY25, this was one of the best, is this on account of favourable RM prices or is it sustainable going forward?

A-7 It is a result of both – investment in Multi-Layer Blown film is showing effect in reducing our manufacturing cost. If the R.M. Price trend does not show any major upward trend from here, we believe this profitability trend can sustain in future also.

Q-8 The largest player in this business reports EBITDA margins of 20%, can we also attain a margins north of 15% and what could drive this?

A-8 The ultimate goal is to match those profitability levels but it will require many new investments as there is large gap in CAPEX levels of the player you refer to and SRMTL.

Now, I will answer to the questions that came from speakers Mr. Vaibhav Badjatya. I had already answers to the questions.

Now, I will answer to the questions that came from second speakers Mr. Aspi bamanshaw bhesania. He asked about any compensation plan for price went to Rs. 20 from Rs. 120 and this hypothetical question which I can only pass through. Yes one hardest effort of present management was Rights Issue which was provided at very low premium price and shareholder applied and allotted get little bit compensation not more than that. Sales reduce I think covered in previous questions and impact is due to the war of Ukraine and Russia. Last question relating to ESSEL taken over by new management private equity investor as it little concern for us also for better competition also.

Now, I will answer to the questions that came from third speakers Mr. Hitesh K. I think I had already answered to his questions.

Now, I will answer to the questions that came from speakers Mr. Goutam Nandy. He asked the impact of union budget on the company I think no much impact on packaging industry as a whole. No upward/downward effect. The road map for next 2 to 3 yeas yes we are more aggressively entering in Pharma business for lamitube and Europe and USA for laminate. We have employees around 275 permanent employees and 350 on contract basis. Question relating to AI no at moment as we are in packaging business not in IT business. I think I had covered all the questions. Sandipbhai can we move.

Sandip Mistry

Yes

Thank You Sir.

Pursuant to the requirements of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standards on General Meetings issued by ICSI, Regulation 44 of SEBI (LODR) Regulations, 2015 and MCA

Circulars, the Company had offered remote e-voting facility, to enable the shareholders to cast their votes electronically on the resolutions proposed in the notice of Annual General Meeting of the Company. The Company has appointed NSDL for providing facility of casting votes through remote e-voting and e-voting system during the meeting. The remote e-voting period commenced from Monday, 2nd September, 2024 (09:00 a.m.) and ended on Wednesday, 4th September, 2024 (05.00 p.m.)

The Members who are attending in this meeting through video conferencing and have not cast their votes during remote e-voting period and are otherwise not barred from doing so, are provided an opportunity to cast their votes through e-voting system.

M/s Chirag Shah & Associates, Practicing Company Secretaries has been appointed as the scrutinizer to scrutinize the remote e-voting and e-voting process made available during the AGM in a fair and transparent manner.

The consolidated result of the votes cast through remote-voting and e-voting system made available during the meeting along with the Scrutinizer's Report will be communicated to the stock exchanges and will also be hosted on the website of the Company i.e. www.srmtl.com within 2 working days of completion of this meeting.

Now I request the members to exercise their voting rights through the e-voting system provided by NSDL. The time period for which is 15 minutes and after that the e-voting module will be disabled.

Since, the proceedings are concluded, now the e-voting is open for 15 minutes from this time for the shareholders to cast their votes after that the Meeting will stand Concluded.

I convey my thanks to all the panellists, members and stakeholders for sparing their valuable time for this Annual General Meeting.

Thank You