POSTAL BALLOT NOTICE NO.: 01/2026-27

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

REMOTE E-VOTING STARTS ON	REMOTE E- VOTING ENDS ON
Monday, July 13, 2026, at 9:00 a.m. (IST)	**Tuesday, August 11, 2026, at 5:00 p.m. (IST)**

Dear Member(s),

Notice is hereby given that the resolutions set out below are proposed for approval by the members of M Tek Copper Limited (Erstwhile known as Madhav Copper Limited)) ("the Company") by means of Postal Ballot, only by remote e-voting process ("e-voting") being provided by the Company to all its members to cast their votes electronically, pursuant to and in compliance with the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), General Circular No. 14/2020 dated 8 April 2020, No. 17/2020 dated 13 April 2020, No. 22/2020 dated 15 June 2020, No. 33/2020 dated 28 September 2020, No. 39/2020 dated 31 December 2020, No. 10/2021 dated 23 June 2021, No. 20/2021 dated 8 December, 2021, No. 3/2022 dated 5 May, 2022, , No. 11/2022 dated 28 December, 2022, No. 09/2023 dated September 25, 2023 and 09/2024 dated 19th September, 2024and other relevant Circulars, if any, issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as the "MCA Circulars") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 44 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations"), including any statutory modification or re-enactment thereof for the time being in force, Secretarial Standard-2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), and any other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

The Company has engaged the services of National Securities Depository Limited ('**NSDL**') to provide remote e-voting facility to the Members. The remote e-voting period commences on **Monday, July 13, 2026, at 9:00 a.m. (IST)** and ends on **Tuesday, August 11, 2026, at 5:00 p.m. (IST).**The e-voting module shall be disabled by NSDL thereafter. Voting rights of the Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on the Cut-off date. Please note that communication of assent or dissent of the Members would only take place through the remote e-voting system. The instructions for remote e-voting is provided in the 'Notes' section to the Notice. The Notice is also available on the website of the Company www.madhavcopper.com

In accordance to the aforementioned MCA Circulars, Members shall be permitted to exercise their voting rights only through e-voting. Hence, physical copy of this postal ballot notice along with postal ballot forms and pre-paid business envelope are not being sent to the Members.

Approval of the Members is hereby sought for the proposal contained in the resolutions appended below. Pursuant to Section 102 and Section 110 and other applicable provisions of the Act, the statement pertaining to the said Resolutions setting out the material facts and the reasons/ rationale thereof are annexed to this Postal Ballot Notice ('Notice') for your consideration.

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting starting at **Monday, July 13, 2026, at 9:00 a.m. (IST)** and not later than **Tuesday, August 11, 2026, at 5:00 p.m. (IST).**The remote e-voting facility will be disabled by NSDL immediately thereafter.

The last date of e-voting, i.e., **Tuesday, August 11, 2026** shall be the date on which the resolutions would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESS:

Item 1: To consider and approve Re-Appointment of Mr. Jaysukh Bhanabhai Dabhi (DIN: 09177201) as a Non-Executive Independent Director of the Company

To consider, and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149 read with the Schedule IV, Section 150 & 152 and any other applicable provisions read with relevant Rules of the Companies Act, 2013 and relevant Regulations of the SEBI (LODR) Regulations, 2015 (including any modification or re-enactment thereof, for the time being in force); and further pursuant to the Articles of the Association of the Company and considering the recommendations made by the Nomination and Remuneration Committee and further approval of the Board of Directors thereof; the consent of the Shareholders of the Company be and is hereby accorded for the re-appointment of Mr. Jaysukh Bhanabhai Dabhi (DIN: 09177201) as Non-Executive Independent Director of the Company; whose first term of appointment has expired w.e.f. May 18, 2026 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of an Independent Director of the Company; to hold office for a second term of 5(Five) consecutive years i.e. w.e.f. May 19, 2026 to May 18, 2031, on such terms and conditions as detailed in the explanatory statement annexed hereto, which is hereby approved and sanctioned, with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and in such manner as may be mutually decided by the Board of Directors and the said Independent Director and whose term of appointment shall not be liable for retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and rules made there under read with Regulation 17(6)(a) of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Jaysukh

Bhanabhai Dabhi (DIN: 09177201) be paid sitting fees or commission as may be decided by the Board within the limits stipulated under the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or KMP of the Company be and are hereby severally authorized and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-forms with the Registrar of Companies and to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to the aforesaid resolutions."

Item 2: Appointment of Mr. Chintan Bhadiyadra (DIN: 11729188) as Non-Executive Non-Independent Director:

To consider, and if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT in terms of the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 152, 161 of the Companies Act, 2013 (the Act) read with other applicable rules as amended, Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and pursuant to the provisions of the Articles of Association of the Company, Mr. Chintan Bhadiyadra (DIN: 11729188), who was appointed by the Board of Directors as an Additional Director of the Company in the category of Non-Executive Non-Independent Director w.e.f. May 21, 2026 and who is eligible for appointment and has given his consent to act as Director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as the Non-Executive Non-Independent Director, liable to retire by rotation.

RESOLVED FURTHER THAT any Director or KMP of the Company be and are hereby severally authorized and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-forms with the Registrar of Companies and to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to the aforesaid resolutions."

Place: Bhavnagar
Date: 10/07/2026

By Order of the Board of Directors
M Tek Copper Limited
(Erstwhile known as Madhav Copper Limited)
Sd/-
Mr. Nilesh Natubhai Patel
Chairman & Whole-time Director
DIN: 05319890

NOTES:

1) The explanatory statement pursuant to Section 102 read with Section 110 of the Act, any other applicable provisions of the Act, the rules made there under, Listing Regulations and

Secretarial Standards on General Meetings (SS-2) stating all material facts and the reasons thereof for the proposed resolution, forming part of this Notice, is annexed herewith.

2) In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those members whose names appear on the Register of Members / List of Beneficial Owners as on **Friday, July 03, 2026 ("cut-off date")** received from the Depositories and whose e-mail address is registered with the Company / Depositories. Physical copies of the Postal Ballot Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.

3) Pursuant to Sections 108, 110 and other applicable provisions of the Act and the Rules made there under, the MCA Circulars and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The Company has engaged the services of **National Securities Depository Limited (NSDL)**, the agency to provide e-voting facility. Members are requested to read carefully the instructions for e-voting that are provided as part of this Postal Ballot Notice before casting their vote.

4) The remote e-voting shall commence on **Monday, July 13, 2026, at 9:00 a.m. (IST) and ends on Tuesday, August 11, 2026, at 5:00 p.m. (IST).** During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for e-voting thereafter.

5) Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company have appointed CS Ranjit Kumar Singh (COP No. 23646) of M/s. Ranjit &Associates, Practicing Company Secretaries as the Scrutinizer for conducting the Postal Ballot voting process through remote e-voting in a fair and transparent manner. The scrutinizer's decision on validity of the Postal Ballot shall be final. The Scrutinizer will submit the report to the Chairperson of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will also be communicated to the Stock Exchange. The results along with the Scrutinizer's Report will also be displayed on the Company's website, www.madhavcopper.com as well as on the website of NSDL at www.evoting.nsdl.com.

6) The Resolutions, if passed by the requisite majority through Postal Ballot by remote e-voting, will be deemed to have been passed on the last date specified for e-voting i.e., **Tuesday, August 11, 2026, at 5:00 p.m. (IST).**

7) Members may download the Notice from the website of the Company at www.madhavcopper.comor from the website of NSDL at www.evoting.nsdl.com a copy of the Notice is also available on the website of NSE at www.nseindia.com.

8) The vote in this Postal Ballot cannot be exercised through proxy.

9) Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to cs@madhavcopper.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID.

10) Process for Registration of e-mail addresses:

A) One-time registration of e-mail address with RTA for receiving the Notice and casting votes electronically:

As part of Company's green initiative and to facilitate Members to receive this Notice electronically, the Company has made special arrangements with its RTA, Bigshare Services Private Limited for registration of e-mail addresses. Eligible Members, who have not registered their e-mail addresses with the RTA, are required to provide the same to the RTA.

B) Process to be followed for one-time registration of e-mail address (for shares held in physical form or in electronic form) is as follows:

a) Visit the link: https://www.bigshareonline.com/

b) Select the name of the Company from drop-down: M Tek Copper Limited (Erstwhile known as Madhav Copper Limited).

c) Enter details in respective fields such as DP ID and Client ID (if shares held in electronic form) /Folio no. and Certificate no. (if shares held in physical form), Shareholder name, PAN, mobile number and e-mail id

d) System will send One Time Password ('OTP') on mobile no. and e-mail id

e) Enter OTP received on mobile no. and e-mail id and submit.

After successful submission of the e-mail address, NSDL will e-mail a copy of this Notice along with the e-Voting user ID and password. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) below i.e. Login method for e-voting for individual shareholders holding securities in demat mode. In case of any queries, Members may write to cs@madhavcopper.com or evoting@nsdl.co.in

C) Registration of e-mail address permanently with Company / DP:

Members are requested to register the e-mail address with their concerned DPs, in respect of electronic holding and with the Company / RTA in respect of physical holding, please visit https://www.madhavcopper.com/notice.php to know more about the registration process. Further, those Members who have already registered their e-mail addresses are requested to ensure that their e-mail ID is valid or in case of change, update the same with their DPs/RTA to enable service of notices/documents/Integrated Reports and other communications electronically to their e-mail address in future.

11) Process to cast votes through remote e-voting:

The way to vote electronically on NSDL e-Voting system consists of 'Two Steps' which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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 Email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	**A.NSDL IDeAS facility** **If you are already registered, follow the below steps:** 1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. 2. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. 3. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. 4. Click on options available against Company name or **e-voting service provider – NSDL** and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period. 5. If you are 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

	B. e-Voting website of NSDL 1. 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. 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. 3. 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. 4. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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 CDSL website www.cdslindia.comand click on login & New System Myeasi 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 an 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) login through their depository participants	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 2. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 3. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

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

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

Login type	Helpdesk details
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.com or call at 022 - 4886 7000 and 022 - 2499 7000
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 22 55 33

B. <u>Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.</u>

How to Log-in to NSDL e-Voting website?

1. 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.

2. Once the home page of e-Voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example: if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example: if your Beneficiary ID is 12********** then your user ID is 12**********
For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company. For example, if folio number is S1******** and EVEN is 127660 then user ID is 127660S1********

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your e-mail address is registered in your demat account or with the company, your 'initial password' is communicated to you on your e-mail address. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your e-mail address is not registered, please follow the detailed procedure with respect to registration of e-mail addresses as mentioned in note no. 16 of this Notice.

6. If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:

a) Click on **Forgot User Details/Password?** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com

b) Click on **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.

8. Now, you will have to click on 'Login' button.

9. After you click on the 'Login' button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies 'EVEN' in which you are holding shares having voting cycle.

2. Click on the EVEN for the relevant M Tek Copper Limited (Erstwhile known as Madhav copper Limited) on which you choose to vote.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.

5. Upon confirmation, the message 'Vote cast successfully' will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to upload their Board Resolution / Power of Attorney / Authority Letter by clicking on '**Upload Board Resolution/Authority Letter'** displayed under 'e-Voting' tab on the screen or send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ranjit11cs@gmail.com with a copy marked to evoting@nsdl.com

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and022 - 2499 7000 or send a request to Mr. Amit Vishal, Asst. Vice President-NSDL or Mr. Sanjeev Yadav, Assistant Manager–NSDL at evoting@nsdl.com or contact at NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.

Place: Bhavnagar
Date: 10/07/2026

By Order of the Board of Directors
M Tek Copper Limited
(Erstwhile known as Madhav Copper Limited)
Sd/-
Mr. Nilesh Natubhai Patel
Chairman & Whole-time Director
DIN: 05319890

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THECOMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATIONAS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS ANDDISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CIRCULARS ISSUED THEREUNDER.

The following Statement sets out all material facts relating to the Special Business proposed in this Postal Ballot Notice.

Item No 1:

The Members are hereby informed that Mr. Jaysukh Bhanabhai Dabhi (DIN: 09177201), an Independent Director of the Company was appointed on May 19, 2021 for the first term of 5 (Five) consecutive years i.e. from 19th May, 2021 to 18th May, 2026 and due to the expiry of his first term of 5 (Five) consecutive years of appointment as Independent Director of the Company w.e.f. 18th May, 2026, the Board of Directors in its meeting held on 19th May, 2026 has proposed, approved and recommended his re-appointment for a second term of 5(Five) consecutive years i.e. May 19, 2026 to May 18, 2031, subject to the approval of Shareholders through Postal Ballot. Pursuant to the provisions of Section 149 read with the Schedule IV, Section 150 & 152 and any other applicable provisions of the Companies Act, 2013 read with the rules made there under and relevant Regulations of the SEBI (LODR) Regulations, 2015 (including any modification(s) or re-enactment(s) thereof, for the time being in force); and further pursuant to the Articles of the Association of the Company and considering the recommendation made by the Nomination and Remuneration Committee; in addition to above reason, the Board of Directors has proposed his re-appointment based on his performance evaluation and considering the value he brings to the Board and due to his rich and varied experience into advanced management, expansion of new services, products and strategies and further for retaining the involvement of the professionalized personnel in Management of the Company. In the opinion of the Nomination & Remuneration Committee and the Board, the re-appointment of Mr. Jaysukh Bhanabhai Dabhi on the Board of the Company as Non-Executive Independent Director will maintain the balance of skills, knowledge and experience in the Board.

Declarations: Mr. Jaysukh Bhanabhai Dabhi (DIN: 09177201) has given his consent to continue to act as Non-Executive Independent Director of the Company. The Company has received a declaration from him.

Terms of re-appointment:

His Re-appointment as "Non-Executive Independent Director" of the Company will be for a second term of 5(Five) consecutive years i.e. w.e.f. May 19, 2026 to May 18, 2031. Pursuant to Section 149(13) of the Companies Act, 2013, the term of the said Director shall not be liable to retire by rotation. He may be paid such sitting fees for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as and if may be decided by the Board within the limits stipulated under the Companies Act, 2013 read with the rules made there under.

Pursuant to the provisions of Section 149(10) of the Act, an Independent Director shall be eligible for re-appointment for second term on passing of a special resolution by the Company.

The Board, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that, given the background and experience and contributions made by his during his tenure, the continued association of Mr. Jaysukh Bhanabhai Dabhi (DIN: 09177201) would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director. Accordingly, it is proposed to re-appoint Mr. Jaysukh Bhanabhai Dabhi (DIN: 09177201) as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years on the Board of the Company.

Mr. Jaysukh Bhanabhai Dabhi (DIN: 09177201) is not disqualified from being appointed as a director in terms of Section 164 of the Companies Act, 2013 ("the Act"), and has given his consent to act as a director.

The Company has also received declaration from Mr. Jaysukh Bhanabhai Dabhi (DIN: 09177201), that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Pursuant to Section 150 of the Companies, Act 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Jaysukh Bhanabhai Dabhi (DIN: 09177201) has enrolled his name in the online data bank maintained for Independent Directors with the Indian Institute of Corporate Affairs..

He shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings.

This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations.

Accordingly, the Board recommends a resolution in relation to the appointment of Mr. Jaysukh Bhanabhai Dabhi (DIN: 09177201) as an Independent Director, for the approval by the shareholders of the Company. Except, Mr. Jaysukh Bhanabhai Dabhi and his relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, whether financially or otherwise, concerned or interested, in the Resolution set out at Item No. 1 of this Notice.

Additional Disclosures as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 are as under:

SN	Description	Details
1.	DIN	DIN: 09177201
2.	Date of Birth and Age	28/10/1979 Age 46 years
3.	Date of first Appointment on the Board	19/05/2021
4.	Qualifications	Master in Social Work (MSW)
5.	Experience (including expertise in specific functional areas)	Jaysukh Bhanabhai Dabhi, is a resident Indian National. He has done Master of social Work and works as a professor. He has enriched experience of 15 years in the field of teaching profession.
6.	Terms & Conditions of Reappointment/Appointment	The term of re-appointment of an Independent Director (ID) of the Company is for a period of 5 consecutive years from the date of his re-appointment i.e. from May 19, 2026 to May 18, 2031. Independent Director is not liable to retire by rotation. Appointment of every Independent Director shall be approved by members' of the Company.
7.	Remuneration proposed to be paid/ Sitting Fees	Mr. Jaysukh Bhanabhai Dabhi will be entitled for sitting fees as maybe decided by the Board from time to time or commission, if any, as may be approved by the Board.
8.	Shareholding in the Company including shareholding as a beneficial owner as on date of appointment	NIL
9.	Relationship with other Directors / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
10.	Directorships of other Boards as on date of his appointment	NIL
11.	Memberships / Chairmanships of Committees of other Boards as on date of his appointment.	NIL
12.	Listed entities from which the Director has resigned in the past three years.	NIL

Item No: 2

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee ("NRC") and subject to the approval of shareholders, appointed Mr. Chintan Bhadiyadra (DIN: 11729188) as an Additional Director under category Non-Executive Non-Independent Director w.e.f. May 21, 2026, liable to retire by rotation.

In terms of Section 161 of the Act, an Additional Director shall hold office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier. Further, in terms of Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entity shall ensure that approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received a notice under Section 160 of the Act from a Member proposing the candidature of his appointment as a Director of the Company.

Additional Disclosures as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 are as under:

SN	Description	Details
1.	DIN	11729188
2.	Date of Birth and Age	07-10-1976 Age 49 years
3.	Date of first Appointment on the Board	21/05/2026
4.	Qualifications	Post graduate in chemistry field, B.S.C, M.L.T (Govt.).
5.	Experience (including expertise in specific functional areas)	Mr. Chintan Bhadiyadra is a post graduate in chemistry field, a dynamic professional with 23 years of experience in medical/Clinical Laboratory services. He is well versed in handling & manages staff duty, all kind of external & internal quality control procedure and maintains their records, NABL & ISO accreditation administrating appropriately.
6.	Terms & Conditions of Reappointment/Appointment	The term of Mr. Chintan Bhadiyadra as a Non-Executive Non-Independent Director w.e.f. May 21, 2026, liable to retire by rotation.
7.	Remuneration proposed to be paid/ Sitting Fees	Mr. Chintan Bhadiyadra will be entitled for sitting fees as maybe decided by the Board

		from time to time if any, as may be approved by the Board.
8.	Shareholding in the Company including shareholding as a beneficial owner as on date of appointment	NIL
9.	Relationship with other Directors / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
10.	Directorships of other Boards as on date of his appointment	NIL
11.	Memberships / Chairmanships of Committees of other Boards as on date of his appointment.	NIL
12.	Listed entities from which the Director has resigned in the past three years.	NIL

Place: Bhavnagar
Date: 10/07/2026

By Order of the Board of Directors
M Tek Copper Limited
(Erstwhile known as Madhav Copper Limited)
Sd/-
Mr. Nilesh Natubhai Patel
Chairman & Whole-time Director
DIN: 05319890