

Date: December 27, 2022

To,
Mr. Brijal Suresh Kumar Kachhia
B/6, Bhavani Nagar Society, Opp. GEB,
Petlad, Anand, Gujarat - 388 450

Dear Mr. Brijal Suresh Kumar Kachhia,

Sub: Your appointment as Non-Executive Independent Director of the Company

We are pleased to inform you that pursuant to recommendation of the Nomination & Remuneration Committee and the Board of Directors of our Company, the Members of our Company, in their Extra-ordinary General Meeting held on December 26, 2022, have appointed you as Non-Executive Independent Director of the Company for a period of five years w.e.f. December 17, 2022, not liable to retire by rotation.

We are attaching herewith the Terms and Conditions of your Appointment.

Thanking You,

Yours Sincerely,

For, Pattech Fitwell Tube Components Limited
(Erstwhile Pattech Fitwell Tube Components)



Bharatbhai Limbani
Chairman and Managing Director*
DIN: 09710373
Address: B-78, Girdhar Park, Opp. New Era School,
Novino Tarsali Road, Vadodara - 390 010, Gujarat

Place: Por GIDC, Vadodara

Accepted By

Brijal Suresh Kumar Kachhia
Non-Executive Independent Director
(DIN: 09827857)

PATTECH FITWELL TUBE COMPONENTS LIMITED
(ERSTWHILE PATTECH FITWELL TUBE COMPONENTS)

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,
Near GETCO 66 K.V. Sub Station, G.I.D.C. Por, N.H-08, Dist.: Vadodara - 391243, Gujarat, India

E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 98986 95369



Date: December 27, 2022

Mr. Brijal Suresh Kumar Kachhia

I am writing to confirm that pursuant to recommendation of the Nomination & Remuneration Committee and the Board of Directors of our Company, the Members of our Company, in their Extra-ordinary General Meeting held on December 26, 2022, have approved your appointment as Non-Executive Independent Director on the Board of Directors of Pattech Fitwell Tube Components Limited (Erstwhile Pattech Fitwell Tube Components) (hereinafter referred to as 'the Company') for a period of five years w.e.f. December 17, 2022 to December 16, 2027, not liable to retire by rotation.

This letter of appointment sets out the terms and conditions covering your appointment, which are as follows:

1. Appointment

- 1.1. You are appointed as Non-Executive Independent Director on the Board of Directors of the Company with effect from December 17, 2022 and you shall hold office for a period up to December 16, 2027. Your appointment is subject to the extant provisions of the Companies Act, 2013.
- 1.2. The term "Independent Director" should be construed as defined under the Companies Act, 2013.
- 1.3. The Company has adopted the provisions with respect to appointment and tenure of Independent Directors as are consistent with the Companies Act, 2013. The Company is at liberty to disengage a Non-Executive Independent Director earlier subject to compliance of the relevant provisions of the Companies Act, 2013.
- 1.4. As an Independent Director you are not liable to retire by rotation.

2. Committees

The Board of Directors (the Board) may invite you for being appointed on one or more of the existing Board Committees or any Committee(s) that may be set up in the future. Your appointment on such Committee(s) will be subject to the applicable legal requirements.

3. Time Commitment

- 3.1. As a Non-Executive Independent Director, you are expected to bring objectivity and independence to the Board's discussions and help provide the Board with effective leadership in relation to the Company's strategy, performance, and risk management, as well as ensuring high standards of financial probity and corporate governance. You will be expected to attend the Board, the Board Committees and the General Meetings and to devote sufficient time, as required for you to discharge your duties effectively. Ordinarily, all meetings are held in Vadodara, Gujarat at Registered office of the Company.
- 3.2. By accepting this appointment, you confirm that you are in a position to allocate sufficient time to meet the expectations of your role to the satisfaction of the Board.

4. Fiduciary Duties

Your role and duties will be those normally required of a Non-Executive Independent Director under the Companies Act, 2013. There are certain duties prescribed for all Directors, both Executive and Non-Executive, which are fiduciary in nature and inter alia are as under:

- 4.1. You shall act in accordance with the Company's Articles of Association.

PATTECH FITWELL TUBE COMPONENTS LIMITED

(ERSTWHILE PATTECH FITWELL TUBE COMPONENTS)

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,
Near GETCO 66 K.V. Sub Station, G.I.D.C. Par, N.H-08, Dist.: Vadodara - 391243, Gujarat, India
E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 98986 95369



- 4.2. You shall act in good faith in order to promote the objects of the Company for the benefit of its members as a whole, and in the best interests of the Company.
- 4.3. You shall discharge your duties with due and reasonable care, skill and diligence.
- 4.4. You shall not involve yourself in a situation in which you may have a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company or bring discredit to it. Any situation that creates a conflict of interest between personal interests and the Company and its stakeholders' interests, must be avoided at all costs. Please refer to clause 5 for full explanation on conflict of interest.
- 4.5. You shall not assign your office as Director and any assignments so made shall be void. There are certain roles, functions, duties prescribed for all Independent Directors, which are listed in the 'Code for Independent Directors' as outlined in Schedule IV to the Companies Act, 2013. You shall abide by the said 'Code of Conduct for Independent Directors' as amended from time to time to the extent relevant and applicable to your role.

5. Conflict of Interest

- 5.1 It is accepted and acknowledged that you may have business interests, memberships other than those of the Company. As a condition to your appointment commencing, you are required to declare any such directorships, appointments and interests to the Board in writing in the prescribed form at the time of your appointment.
- 5.2 In the event that your circumstances seem likely to change and might give rise to a conflict of interest or, when applicable, circumstances that might lead the Board to revise its judgement that you are independent, this should be disclosed to both the Chairman and the Secretary.

6. Confidentiality

All information acquired during your tenure of directorship is confidential and should not be disclosed, either during your tenure or following termination (by whatever means) to third parties without prior clearance from the Chairman, unless required by law or by the rules of any stock exchange or regulatory body. In the latter case, you would be required to suitably inform the Chairman of such an event or disclosure. You should direct any media queries or approaches to the appropriate spokesperson within the Company. On reasonable request, you shall surrender any documents and other materials made available to you by the Company.

7. Dealings in shares

You are required to comply with the Company's Insider Trading Code of Conduct. This code inter alia prohibits the Directors from dealing in the Company's shares during the period when the trading window is closed. You are also required to comply with the applicable SEBI insider trading laws and regulations as and when applicable.

8. Evaluation

The Company will carry out an evaluation of the performance of the Board as a whole, Board Committees and the Directors on an annual basis. Your appointment and reappointment on the Board shall be subject to the outcome of the yearly evaluation process.

9. Disclosure of Interest

It is expected that any interest you may have in any transaction or arrangement that the Company has entered into should be disclosed no later than when the transaction or arrangement comes up at a Board

PATTECH FITWELL TUBE COMPONENTS LIMITED

(ERSTWHILE PATTECH FITWELL TUBE COMPONENTS)

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,

Near GETCO 66 K.V. Sub Station, G.I.D.C. Por, N.H-08, Dist. Vadodara - 391243, Gujarat, India

E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 253 0151, +91 98986 95359



meeting so that the minutes may record your interest appropriately and our records are updated. A general notice that you are interested in any contracts with a particular person, firm or company is acceptable.

10. Termination

- 10.1. You may resign from your position at any time and should you wish to do so, you are requested to serve a reasonable written notice to the Board.
- 10.2. Continuation of your appointment is contingent on your getting re-elected by the shareholders in accordance with provisions of the Companies Act, 2013 and the Articles of Association of the Company, from time to time in force. You will not be entitled to any compensation if the shareholders do not re-elect you at any time.
- 10.3. Your appointment may also be terminated in accordance with the provisions of the Articles of Association of the Company.

Yours Sincerely,

For, Pattech Fitwell Tube Components Limited
(Erstwhile Pattech Fitwell Tube Components)



Bharatbhai Limbani
Chairman and Managing Director
DIN: 09710373
Address: B-78, Girdhar Park, Opp. New Era School,
Novino Tarsali Road, Vadodara - 390 010, Gujarat

Date: 27/12/2022

Place: Por GIDC, Vadodara

Accepted By

Brijal Suresh Kumar Kachhia
Non-Executive Independent Director
(DIN: 09827857)

PATTECH FITWELL TUBE COMPONENTS LIMITED
(ERSTWHILE PATTECH FITWELL TUBE COMPONENTS)

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,
Near GETCO 66 K.V. Sub Station, G.I.D.C. Por, N.H-08, Dist.: Vadodara - 391243, Gujarat, India
E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 98986 95369



Date: December 27, 2022

To,
Mr. Kevinkumar B Khoyani
D 185, Vitthalnagar Soc., Hirabaug,
Surat City, Varachha Road, Surat - 395 006, Gujarat

Dear Mr. Kevinkumar B Khoyani,

Sub: Your appointment as Non-Executive Independent Director of the Company

We are pleased to inform you that pursuant to recommendation of the Nomination & Remuneration Committee and the Board of Directors of our Company, the Members of our Company, in their Extra-ordinary General Meeting held on December 26, 2022, have appointed you as Non-Executive Independent Director of the Company for a period of five years w.e.f. December 17, 2022, not liable to retire by rotation.

We are attaching herewith the Terms and Conditions of your Appointment.

Thanking You,

Yours Sincerely,

For, Pattech Fitwell Tube Components Limited
(Erstwhile Pattech Fitwell Tube Components)



Bharatbhai Limbani
Chairman and Managing Director
DIN: 09710373
Address: B-78, Girdhar Park, Opp. New Era School,
Novino Tarsali Road, Vadodara - 390 010, Gujarat

Place: Por GIDC, Vadodara

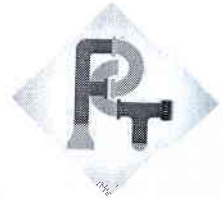
Accepted By

Kevinkumar B Khoyani
Non-Executive Independent Director
(DIN: 09827806)

PATTECH FITWELL TUBE COMPONENTS LIMITED
(ERSTWHILE PATTECH FITWELL TUBE COMPONENTS)

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,
Near GETCO 66 K.V. Sub Station, G.I.D.C. Por, N.H-08, Dist.: Vadodara - 391243, Gujarat, India
E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 98986 95369



Date: December 27, 2022

Mr. Kevinkumar B Khoyani

I am writing to confirm that pursuant to recommendation of the Nomination & Remuneration Committee and the Board of Directors of our Company, the Members of our Company, in their Extra-ordinary General Meeting held on December 26, 2022, have approved your appointment as Non-Executive Independent Director on the Board of Directors of Pattech Fitwell Tube Components Limited (Erstwhile Pattech Fitwell Tube Components) (hereinafter referred to as 'the Company') for a period of five years w.e.f. December 17, 2022 to December 16, 2027, not liable to retire by rotation.

This letter of appointment sets out the terms and conditions covering your appointment, which are as follows:

1. Appointment

- 1.1. You are appointed as Non-Executive Independent Director on the Board of Directors of the Company with effect from December 17, 2022 and you shall hold office for a period up to December 16, 2027. Your appointment is subject to the extant provisions of the Companies Act, 2013.
- 1.2. The term "Independent Director" should be construed as defined under the Companies Act, 2013.
- 1.3. The Company has adopted the provisions with respect to appointment and tenure of Independent Directors as are consistent with the Companies Act, 2013. The Company is at liberty to disengage a Non-Executive Independent Director earlier subject to compliance of the relevant provisions of the Companies Act, 2013.
- 1.4. As an Independent Director you are not liable to retire by rotation.

2. Committees

The Board of Directors (the Board) may invite you for being appointed on one or more of the existing Board Committees or any Committee(s) that may be set up in the future. Your appointment on such Committee(s) will be subject to the applicable legal requirements.

3. Time Commitment

- 3.1. As a Non-Executive Independent Director, you are expected to bring objectivity and independence to the Board's discussions and help provide the Board with effective leadership in relation to the Company's strategy, performance, and risk management, as well as ensuring high standards of financial probity and corporate governance. You will be expected to attend the Board, the Board Committees and the General Meetings and to devote sufficient time, as required for you to discharge your duties effectively. Ordinarily, all meetings are held in Vadodara, Gujarat at Registered office of the Company.
- 3.2. By accepting this appointment, you confirm that you are in a position to allocate sufficient time to meet the expectations of your role to the satisfaction of the Board.

4. Fiduciary Duties

Your role and duties will be those normally required of a Non-Executive Independent Director under the Companies Act, 2013. There are certain duties prescribed for all Directors, both Executive and Non-Executive, which are fiduciary in nature and inter alia are as under:

- 4.1. You shall act in accordance with the Company's Articles of Association.

PATTECH FITWELL TUBE COMPONENTS LIMITED

(ERSTWHILE PATTECH FITWELL TUBE COMPONENTS)

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,

Near GETCO 66 K.V. Sub Station, G.I.D.C. Per. N.H-08, Dist.: Vadodara - 391243, Gujarat, India

E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 98986 99369



- 4.2. You shall act in good faith in order to promote the objects of the Company for the benefit of its members as a whole, and in the best interests of the Company.
- 4.3. You shall discharge your duties with due and reasonable care, skill and diligence.
- 4.4. You shall not involve yourself in a situation in which you may have a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company or bring discredit to it. Any situation that creates a conflict of interest between personal interests and the Company and its stakeholders' interests, must be avoided at all costs. Please refer to clause 5 for full explanation on conflict of interest.
- 4.5. You shall not assign your office as Director and any assignments so made shall be void. There are certain roles, functions, duties prescribed for all Independent Directors, which are listed in the 'Code for Independent Directors' as outlined in Schedule IV to the Companies Act, 2013. You shall abide by the said 'Code of Conduct for Independent Directors' as amended from time to time to the extent relevant and applicable to your role.

5. Conflict of Interest

- 5.1 It is accepted and acknowledged that you may have business interests, memberships other than those of the Company. As a condition to your appointment commencing, you are required to declare any such directorships, appointments and interests to the Board in writing in the prescribed form at the time of your appointment.
- 5.2 In the event that your circumstances seem likely to change and might give rise to a conflict of interest or, when applicable, circumstances that might lead the Board to revise its judgement that you are independent, this should be disclosed to both the Chairman and the Secretary.

6. Confidentiality

All information acquired during your tenure of directorship is confidential and should not be disclosed, either during your tenure or following termination (by whatever means) to third parties without prior clearance from the Chairman, unless required by law or by the rules of any stock exchange or regulatory body. In the latter case, you would be required to suitably inform the Chairman of such an event or disclosure. You should direct any media queries or approaches to the appropriate spokesperson within the Company. On reasonable request, you shall surrender any documents and other materials made available to you by the Company.

7. Dealings in shares

You are required to comply with the Company's Insider Trading Code of Conduct. This code inter alia prohibits the Directors from dealing in the Company's shares during the period when the trading window is closed. You are also required to comply with the applicable SEBI insider trading laws and regulations as and when applicable.

8. Evaluation

The Company will carry out an evaluation of the performance of the Board as a whole, Board Committees and the Directors on an annual basis. Your appointment and reappointment on the Board shall be subject to the outcome of the yearly evaluation process.

9. Disclosure of Interest

It is expected that any interest you may have in any transaction or arrangement that the Company has entered into should be disclosed no later than when the transaction or arrangement comes up at a Board

PATTECH FITWELL TUBE COMPONENTS LIMITED

(ERSTWHILE PATTECH FITWELL TUBE COMPONENTS)

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,

Near GETCO 66 K.V. Sub Station, G.I.D.C. Por, N.H-06, Dist.: Vadodara - 391243, Gujarat, India

E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 98986 95369



meeting so that the minutes may record your interest appropriately and our records are updated. A general notice that you are interested in any contracts with a particular person, firm or company is acceptable.

10. Termination

- 10.1. You may resign from your position at any time and should you wish to do so, you are requested to serve a reasonable written notice to the Board.
- 10.2. Continuation of your appointment is contingent on your getting re-elected by the shareholders in accordance with provisions of the Companies Act, 2013 and the Articles of Association of the Company, from time to time in force. You will not be entitled to any compensation if the shareholders do not re-elect you at any time.
- 10.3. Your appointment may also be terminated in accordance with the provisions of the Articles of Association of the Company.

Yours Sincerely,

For, Pattech Fitwell Tube Components Limited
(Erstwhile Pattech Fitwell Tube Components)



Bharatbhai Limbani
Chairman and Managing Director
DIN: 09710373
Address: B-78, Girdhar Park, Opp. New Era School,
Novino Tarsali Road, Vadodara - 390 010, Gujarat

Date: 27/12/2022

Place: Por GIDC, Vadodara

Accepted By

Kevinkumar B Khoyani
Non-Executive Independent Director
(DIN: 09827806)

PATTECH FITWELL TUBE COMPONENTS LIMITED
(ERSTWHILE PATTECH FITWELL TUBE COMPONENTS)

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,

Near GETCO 66 K.V. Sub Station, G.I.D.C, Por, N.H-08, Dist.: Vadodara - 391243, Gujarat, India

E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 95986 95369