



RMG ALLOY STEEL LIMITED

CIN : L27100GJ1980PLC020358

Registered Office: Plot No. 1 G I D C Industrial Estate, Valia Road, Jhagadia, Dist. Bharuch, Jhagadia GJ 393110
Corporate Office : B/9, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400 013.
E-mail: allcompanysecretaryofrmgl@welspun.com Website: www.rmgalloysteel.com
Tel.: +91-22-66136000 Fax: +91-22-2490 8020

NOTICE

To,
The Members,

NOTICE is hereby given that an Extra Ordinary General Meeting of RMG Alloy Steel Limited will be held at the Registered Office, Plot No. 1, G.I.D.C Industrial Estate, Valia Road, Jhagadia, Dist. Bharuch, in the State of Gujarat on Tuesday, May 15, 2018, at 12.30 pm to transact the following business:

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the applicable provisions of Sections 42, 62 and other applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“SEBI ICDR Regulations”), the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the policies, rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India or any other competent authority, from time to time, to the extent applicable, and subject to approval of any statutory/regulatory or other appropriate authorities and subject to such condition(s) as may be prescribed by one or more of them while granting any such approval(s), consent(s), permission(s) and/ or sanction(s), which may be agreed to by the Board of Directors of the Company (hereinafter referred to as “Board”, which term shall be deemed to include any Committee which the Board has constituted or may constitute to exercise its powers including the powers conferred under this resolution or any person duly authorised by the Board in this behalf) and enabling provisions of the Memorandum and Articles of Association of the Company, consent and approval of the members be and is hereby granted to the Board of Directors of the Company to create, offer, issue and allot 238,258,324 equity shares of Rs.6/- each fully paid up and 69,415,000 warrants carrying option to subscribe (in the ratio of one equity share for one warrant) to 69,415,000 equity shares of Rs.6/- each fully paid up of the Company, to the proposed allottees respectively named in the table given below at a minimum price of Rs.12/- per equity being not less than the minimum price determined in accordance with Regulation 76A of Chapter VII of the SEBI ICDR Regulations on such terms and conditions as the Board may think fit in its absolute discretion:

Sr. No.	Name of the Proposed Allottee	Equity Shares(1)	Warrants carrying option to subscribe to Equity shares (2)	Total Equity shares represented by (1) and (2)	Amount of consideration (in Rs.)
1.	Welspun Steel Limited	112,300,000	51,915,000	164,215,000	1,970,580,000
2.	Mr. Dilipkumar Lakhi	86,500,000	17,500,000	104,000,000	1,248,000,000
3.	Ms. Swati Agrawal	625,000	-	625,000	7,500,000
4.	Mr. Sanjay Razdan	1,666,666	-	1,666,666	19,999,992
5.	Ms. Pooja Razdan	833,333	-	833,333	9,999,996
6.	Mr. Sachin Khivasara	1,666,666	-	1,666,666	19,999,992
7.	Mr. Jigar Mistry	416,666	-	416,666	4,999,992
8.	Mr. Sandeep Sehgal	416,666	-	416,666	4,999,992
9.	Mr. Ritesh Deshmukh	2,500,000	-	2,500,000	30,000,000
10.	Mr. Pankaj Razdan	12,500,000	-	12,500,000	150,000,000
11.	Mr. Vikram Kotak	1,666,666	-	1,666,666	19,999,992
12.	Ms. Tejashree Sangoi	208,333	-	208,333	2,499,996
13.	Mr. Dino Morea	541,666	-	541,666	6,499,992
14.	Mr. Aarti Walia	1,666,666	-	1,666,666	19,999,992
15.	Mr. Ravinder Walia	833,333	-	833,333	9,999,996
16.	Mr. Anuj Burakia	200,000	-	200,000	2,400,000
17.	Mrs. Leela Bhandari	416,666	-	416,666	4,999,992
18.	Mr. Prakash Tatia	383,333	-	383,333	4,599,996
19.	Ms. Manjula Kishore Lulla	833,333	-	833,333	9,999,996
20.	M/s Sanjay Razdan & Associates Private Limited	416,666	-	416,666	4,999,992
21.	Winro Commercial (India) Ltd.	7,916,666	-	7,916,666	94,999,992
22.	Ageless Capital and Finance Pvt. Ltd.	2,083,333	-	2,083,333	24,999,996
23.	RKS Distributors Private Limited	1,666,666	-	1,666,666	19,999,992
	Total	238,258,324	69,415,000	307,673,324	3,692,079,888

RESOLVED FURTHER THAT the consideration for the equity shares and warrants carrying options to subscribe to equity shares may be paid either in cash; or the proposed allottees may opt to convert unsecured loan given by them or the proposed allottees may tender the outstanding redeemable preference shares held by them for utilizing the redemption amount thereof towards subscription to the aforesaid securities.

RESOLVED FURTHER THAT in accordance with the provisions of Chapter VII of the SEBI ICDR Regulations the 'Relevant Date' for the purpose of determining the minimum price for the issue of equity shares to be directly issued and to be issued against warrants, is April 13, 2018.

RESOLVED FURTHER THAT the Company hereby takes note of the certificate from the statutory auditors of the Company certifying that the above issue of the equity shares/ warrants is being made in accordance with the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the equity shares to be issued and allotted in terms of this Resolution shall rank pari passu with the existing equity shares of the Company in all respects, including dividend and shall be subject to the Memorandum and Articles of Association of the Company and shall be subject to lock-in as provided under the provisions of Chapter VII of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any other Directors/Committees of Board or executives/ Officers of the Company to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Directors of the Company and the Company Secretary be and are hereby severally authorized to do all such acts, deeds, things and matters and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

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

"RESOLVED THAT in supersession of the earlier resolution passed at Extra Ordinary General Meeting of members held on March 27, 2018 for approval of Employee Stock Options, pursuant to the provisions of Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013, and rules framed there under, the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (hereinafter referred to as "SEBI SBEB Regulations"), issued by the Securities and Exchange Board of India ("SEBI") and subject to such other approvals, permissions and sanctions as may be necessary from time to time and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, consent and approval of the members of the Company be and is hereby accorded to the 'RMG Alloy Steel Limited - Employees Stock Option Plan Scheme 2018' (hereinafter referred to as the "RMG ESOP SCHEME 2018") and to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, including the Nomination and Remuneration which the Board has constituted to exercise its powers, including the powers, conferred by this resolution) to create, offer and grant from time to time such number of options, to the permanent employees including Directors (other than Promoters of the Company, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company), whether whole-time or otherwise, whether working in India or out of India, as may be decided solely by the Board under the Plan, exercisable into not more than 1,00,00,000 (One Crore) Options, under which each Option will be giving the right but not obligation to the holder to opt for one fully paid-up equity share in the Company of face value of Rs.6/- each fully paid up directly by the Company at the exercise price being the price at 30% discount to the closing market price on BSE Limited on the day preceding the date of grant of Option, in one or more tranches, and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the RMG ESOP SCHEME 2018 and in due compliance with the applicable laws and regulations in force."

RESOLVED FURTHER THAT the Board and any committee formed for this purpose be and is hereby authorised to issue and allot equity shares upon exercise of vested options by employee from time to time in accordance with the RMG ESOP SCHEME 2018 and other applicable laws in force and such equity shares shall rank pari passu in all respects with the then existing equity shares of the Company.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, change in capital structure, merger and sale of division/undertaking or other re-organisation, change in capital and others but excluding the increase in equity share capital by way of any private placement including private placement of 307,673,324 equity shares proposed for members approval in this Notice, if any additional equity shares are required to be issued by the Company to the shareholders, the ceiling as aforesaid 1,00,00,000 (One Crore) of equity shares shall be deemed to be increased in proportion of such additional equity shares issued to facilitate making a fair and reasonable adjustment.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the options Grantees under the schemes shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs.6/- per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees.

RESOLVED FURTHER THAT the Board be and is hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate the RMG ESOP SCHEME 2018 subject to the compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as may at its absolute discretion deems fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the Members and further to execute all such documents, writings and to give such directions and or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the RMG ESOP SCHEME 2018 and do all other things incidental and ancillary thereof.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the SEBI SBEB Regulations and any other applicable laws and regulations to the extent relevant and applicable to the RMG ESOP SCHEME 2018.

RESOLVED FURTHER THAT any of the Directors of the Company or CFO of the Company or Company Secretary of the Company be and are hereby severally authorized, to take necessary steps for listing of the securities allotted under the RMG ESOP SCHEME 2018 on the Stock Exchanges, where the securities of the Company are listed as per the provisions of the Listing Regulations and other applicable guidelines, rules and regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, as may, at its absolute discretion, deem necessary including authorizing or directing the Nomination and Remuneration Committee to appoint Merchant Bankers,

Brokers, Solicitors, Registrars, Advertisement Agency, Compliance Officer, Investors Service Centre and other Advisors, Consultants or Representatives, being incidental to the effective implementation and administration of the RMG ESOP SCHEME 2018 as also to prefer applications to the appropriate Authorities, Parties and Institutions for their requisite approvals as also to initiate all necessary actions for the preparation and issue of public announcement and filing of public announcement, if required, with the SEBI/Stock Exchange(s), and all other documents required to be filed in the above connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard.”

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

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013, and rules framed there under, the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (hereinafter referred to as “SEBI SBEB Regulations”), issued by the Securities and Exchange Board of India (“SEBI”) and subject to such other approvals, permissions and sanctions as may be necessary from time to time and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, consent and approval of the members of the Company be and is hereby accorded to the ‘RMG Alloy Steel Limited - Employees Stock Option Plan (Senior Management Personnel) Scheme 2018’ (hereinafter referred to as the “RMG ESOP (SMP) SCHEME 2018”) and to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee, including the Nomination and Remuneration which the Board has constituted to exercise its powers, including the powers, conferred by this resolution) to create, offer and grant from time to time such number of options, to the permanent employees in the category of senior managerial personnel of the Company including Directors (other than Promoters of the Company, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company), whether whole-time or otherwise, whether working in India or out of India, as may be decided solely by the Board under the Plan, exercisable into not more than 20,00,000 (Twenty Lakhs) Options, under which each Option will be giving the right but not obligation to the holder to opt for one fully paid-up equity share in the Company of face value of Rs.6/- each fully paid up directly by the Company free of cost, in one or more tranches, and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the RMG ESOP (SMP) SCHEME 2018 and in due compliance with the applicable laws and regulations in force.”

RESOLVED FURTHER THAT the Board and any committee formed for this purpose be and is hereby authorised to issue and allot equity shares upon exercise of vested options by employee from time to time in accordance with the RMG ESOP (SMP) SCHEME 2018 and other applicable laws in force and such equity shares shall rank pari passu in all respects with the then existing equity shares of the Company.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, change in capital structure, merger and sale of division/undertaking or other re-organisation, change in capital and others but excluding the increase in equity share capital by way of any private placement including private placement of 307,673,324 equity shares proposed for members approval in this Notice, if any additional equity shares are required to be issued by the Company to the shareholders, the ceiling as aforesaid 20,00,000 (Twenty Lakhs) of equity shares shall be deemed to be increased in proportion of such additional equity shares issued to facilitate making a fair and reasonable adjustment.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the options Grantees under the schemes shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs.6/- per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees.

RESOLVED FURTHER THAT the Board be and is hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate the RMG ESOP (SMP) SCHEME 2018 subject to the compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as may at its absolute discretion deems fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the Members and further to execute all such documents, writings and to give such directions and or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the RMG ESOP (SMP) SCHEME 2018 and do all other things incidental and ancillary thereof.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the SEBI SBEB Regulations and any other applicable laws and regulations to the extent relevant and applicable to the RMG ESOP (SMP) SCHEME 2018.

RESOLVED FURTHER THAT any of the Directors of the Company or CFO of the Company or Company Secretary of the Company be and are hereby severally authorized, to take necessary steps for listing of the securities allotted under the RMG ESOP (SMP) SCHEME 2018 on the Stock Exchanges, where the securities of the Company are listed as per the provisions of the Listing Regulations and other applicable guidelines, rules and regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, as may, at its absolute discretion, deem necessary including authorizing or directing the Nomination and Remuneration Committee to appoint Merchant Bankers, Brokers, Solicitors, Registrars, Advertisement Agency, Compliance Officer, Investors Service Centre and other Advisors, Consultants or Representatives, being incidental to the effective implementation and administration of the RMG ESOP (SMP) SCHEME 2018 as also to prefer applications to the appropriate Authorities, Parties and Institutions for their requisite approvals as also to initiate all necessary actions for the preparation and issue of public announcement and filing of public announcement, if required, with the SEBI/Stock Exchange(s), and all other documents required to be filed in the above connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard.”

Place: Mumbai
Date: April 20, 2018

By Order of the Board
Sd/-
Nilesh Javker
Company Secretary
ACS-24087

NOTES:

1. **A member entitled to attend and vote at the Extra Ordinary General Meeting (EOGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company.**
2. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting.
3. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Proxy shall not have the right to speak and shall not be entitled to vote except on a poll.
5. The proxy-holder shall prove his identity at the time of attending the meeting.
6. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
7. A proxy form which does not state the name of the proxy shall not be considered valid. Undated proxy shall not be considered valid and if the Company receives multiple proxies for the same holdings of a member, the proxy which is dated last shall be considered valid. If they are not dated or bear the same date without specific mention of time, all such multiple proxies shall be treated as invalid.
8. When a member appoints a proxy and both the member and proxy attend the Meeting, the proxy stands automatically revoked.
9. A statement pursuant to Section 102 (1) of the Companies Act, 2013 (the Act), relating to the Special Business to be transacted at the meeting is annexed hereto.
10. Members are requested to bring their attendance slip along with copy of the Notice to the Meeting.
11. In case of joint holders attending the meeting, 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.
12. The record date for the purpose of EOGM will be Tuesday, May 8, 2018.
13. All correspondence pertaining to Equity Shares should be forwarded to the Company's Registrar and Transfer Agent M/s. Bigshare Services Pvt. Ltd., Bharat Tin Works Building, 1st Floor, Opp. Vasant Oasis, Next to Keys Hotel, Marol Maroshi Road, Andheri (East), Mumbai – 400059, Contact person: Mr. K. S. L. Upadhyay (General Manager) / Ms. Ujata Pokharkar (Client Executive) Tel: 91-22-6263 8200, Fax: 91-22-6263 8261, Email: investor@bigshareonline.com, and are also requested to immediately inform their change of address, change of e-mail address or consolidation of folios, if any, to the Company's said Registrar and Transfer Agent.
14. Members holding shares in dematerialized form are requested to intimate immediately any change pertaining to their bank details, Electronic Clearing Service (ECS) mandates, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agent, M/s. Bigshare Services Pvt. Ltd. to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to M/s. Bigshare Services Pvt. Ltd, Registrar and Transfer Agent.
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants and members holding shares in physical form can submit their PAN details to the Company.
16. The Company will send Notice of EOGM in electronic mode to its Members who have registered their e-mail addresses for the purpose. Those shareholders who have not got their email address registered or wish to update a fresh email address may do so by submitting the attached E-mail Registration-Cum Consent Form to the Company or the Registrar and Transfer Agent of the Company consenting to send the Annual Report and other document in electronic form at the said e-mail address.
17. The shareholders who wish to nominate, any person to whom his securities shall vest in the event of his death, may do so by submitting the attached Nomination Form to the Company or the Registrar and Transfer Agent of the Company. A nomination may be cancelled, or varied by nominating any other person in place of the present nominee, by the holder of securities who has made the nomination, by giving a notice of such cancellation or variation.
18. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to M/s. Bigshare Services Pvt. Ltd, Registrar and Transfer Agent, for consolidation into a single folio.
19. The Notice for the Extra Ordinary General Meeting will be available for inspection at the Registered Office of the Company on all working days between 10:00 a.m. to 12:00 noon upto the date of Extra Ordinary General Meeting. The Notice will also be available on the Company's website at: www.rmgalloysteel.com.
20. The businesses mentioned in this Notice may be transacted through electronic voting system, the process and manner and such other details are as under:
 - a. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote at the Extra Ordinary General Meeting (EOGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL). The e-voting facility is available at the link <https://www.evotingindia.com>
21. A member may participate in the General Meeting even after exercising his right to vote through e-voting but shall not be allowed to vote again at the General Meeting.
22. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of e-voting as well as voting at the General Meeting through ballot paper.
23. M/s Mihen Halani and Associates, Practicing Company Secretaries have been appointed as the Scrutinizer to scrutinize the voting by way of ballot and e-voting process in a fair and transparent manner.
24. The Chairman shall, at the General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the General Meeting but have not cast their votes by availing the e-voting facility.
25. The Scrutinizer, after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through e-voting in the presence of at least two witnesses not in the employment of the Company and shall

make, not later than three days of the conclusion of the General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

26. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.rmgalloysteel.com, notice board of the Company at the registered office as well as the corporate office and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Ltd, at which the shares of the Company are listed.

Please read the instructions for e-voting before exercising the vote.

These details and instructions form integral part of the Notice for the Extra Ordinary General Meeting to be held on Tuesday, May 15, 2018.

INSTRUCTIONS FOR E-VOTING

Members are requested to follow the instructions below to cast their vote through e-voting:

- (i) The voting period begins on Saturday, May 12, 2018 at 9:00 am and ends on Monday, May 14, 2018 at 5:00 pm. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Tuesday, May 8, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website www.evotingindia.com
- (iii) Click on Shareholders
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for RMG Alloy Steel Limited 180419006 on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(xix) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- (B) **The voting period begins on Saturday, May 12, 2018 at 9:00 am and ends on Monday, May 14, 2018 at 5:00 pm.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday, May 8, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

Place: Mumbai

Date: April 20, 2018

By Order of the Board

Sd/-

Nilesh Javker

Company Secretary
ACS-24087

Registered Office of the Company:

Plot No.1, G.I.D.C Industrial Estate, Valia Road,
Jhagadia, Dist. Bharuch, Gujarat - 393110

Corporate Identity Number: L27100GJ1980PLC020358

E-mail: allcompanysecretaryofrmgl@welspun.com

Website: www.rmgalloysteel.com

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND THE INFORMATION AS REQUIRED PURSUANT TO SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

RESOLUTION NO. 1

Members are informed that the Board of Directors of the Company in its meeting held on April 14, 2018 decided to not proceed with the issue of equity shares / warrants carrying option to subscribe for equity shares approved in the extra ordinary general meeting of the Company held on March 27, 2018. Instead, the Board has decided to obtain members' consent/ approval afresh for issuance of equity shares and warrants carrying option to subscribe to equity shares in terms of this Notice.

In terms of the requirement of Section 102 of the Companies Act, 2013 ("Act") read with Rule 13(2) of the Companies (Share Capital & Debentures) Rules, 2014 and Chapter VII of the Securities Exchange Board of India (Issue of capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR Regulations") the following disclosures are been made:

(1) OBJECT OF THE ISSUE

Augment the funding requirements of the Company mainly for repayment of bank debts; redemption of preference shares; to incur additional capital expenditure necessary for revival of business; and for other general corporate purpose.

(2) PROPOSAL OF THE PROMOTERS, DIRECTORS OR KEY MANAGERIAL PERSONNEL OF THE COMPANY TO SUBSCRIBE TO THE OFFER.

Except Welspun Steel Limited, a constituent of the promoters' group of the Company and Mr. Prakash Tatia, the Whole-time Director of Welspun Steel Limited, Mr. Anuj Burakia, the Whole-time Director of the Company and Mrs. Leela Bhandari, spouse of Mr. Narendra Bhandari, CFO of the Company, no other promoters, directors or key managerial personnel have the intention to subscribe to the offer.

(3) PRE ISSUE AND POST ISSUE SHAREHOLDING PATTERN OF THE COMPANY

The shareholding pattern of the Company as on the date and post issue:-

Category	Pre Issue		Post Issue*	
	No. of Shares	%	No. of Shares	%
Promoters' holding	81,326,879	75.00%	245,541,879	59.01%
Non Promoters' Holding	27,108,961	25.00%	170,567,285	40.99%
Total (A)+(B)	108,435,840	100.00%	416,109,164	100.00%

*The post issue figures shown in the above table are arrived at after considering the issue and allotment of equity shares aggregating to 307,673,324 to the proposed allottees named in the proposed resolution no. 1.

(4) PROPOSED TIME WITHIN WHICH THE ALLOTMENT SHALL BE COMPLETED

The allotment of equity shares and warrants will be completed as per SEBI ICDR Regulations within a period of 15 days from the date of passing the special resolution contained in this Notice or from the date of receipt of any approval or order, as may be required prior to the allotment, from any regulatory authority, whichever is later.

(5) The identity of the natural persons who are the ultimate beneficial owners of the equity shares / warrants proposed to be allotted and / or who ultimately controls the proposed allottees, and the percentage of the ultimate beneficial interest in the post issue capital of the Company that may be held by them, are as under:

Sr. No.	Name of the Allottee	Name of the Ultimate Beneficial Owners	Ultimate Beneficial Interest in the proposed allottee (%)	Ultimate Beneficial Interest in the post issue capital of the Company (%)
1.	Welspun Steel Limited	Mr. Balkrishan Goenka	31.82	16.05
		Ms. Dipali Goenka	27.35	13.79
		Mr. Rajesh Mandawewala	3.69	1.86
		Ms. Pratima Mandawewala	1.36	0.68
		Mr. Abhishek Mandawewala	0.62	0.31
		Mr. Yash Mandawewala	0.62	0.31
		Welspun Investment & Commercial Limited	1.15	0.58
		Jointly held by:	29.68	14.97
		Mr. Balkrishan Goenka,		
		Ms. Dipali Goenka,		
		Ms. Radhika Goenka &		
		Ms. Vanshika Goenka		
		Jointly held by:	2.58	1.31
		Mr. Rajesh Mandawewala,		
		Ms. Pratima Mandawewala,		
		Mr. Abhishek Mandawewala &		
		Mr. Yash Mandawewala		
2.	Mr. Dilipkumar Lakhi	Self	100	24.99
3.	Ms. Swati Agrawal	Self	100	0.16
4.	Mr. Sanjay Razdan	Self	100	0.40
5.	Ms. Pooja Razdan	Self	100	0.20
6.	Mr. Sachin Khivasara	Self	100	0.40
7.	Mr. Jigar Mistry	Self	100	0.10

8.	Mr. Sandeep Sehgal	Self	100	0.10
9.	Mr. Ritesh Deshmukh	Self	100	0.60
10.	Mr. Pankaj Razdan	Self	100	3.00
11.	Mr. Vikram Kotak	Mr. Vikram Kotak	40	0.16
		Mr. Vijay Choraria	46	0.18
		Mrs. Shobhagdevi Choraria	9.34	3.74
		Mrs. Sunita Choraria	4.67	0.02
		Vijaykumar Choraria HUF	-	
12.	Ms. Tejashree Sangoi	Self	100	0.05
13.	Mr. Dino Morea	Self	100	0.13
14.	Ms. Aarti Walia	Self	100	0.40
15.	Mr. Ravinder Walia	Self	100	0.20
16.	Mr. Anuj Burakia	Self	100	0.10
17.	Mrs. Leela Bhandari	Self	100	0.10
18.	Mr. Prakash Tatia	Self	100	0.04
19.	Ms. Manjula Kishore Lulla	Self	100	0.20
20.	M/s Sanjay Razdan & Associates Private Limited	Mr. Sanjay Razdan	13.4	0.01
		Mr. Yash Razdan	38.33	0.04
		Mr. Rishi Razdan	40.00	0.04
		Ms. Pooja Razdan	8.27	0.01
21.	Winro Commercial (India) Ltd.	Self	100	1.90
22.	Ageless Capital and Finance Pvt. Ltd.	Mr. Gagan Chaturvedi	99.76	0.59
23.	RKS Distributors Private Limited	Mr. Sanjay Jalan	42.55	0.17
		Mrs. Rajshree Jalan	57.45	0.23

Undertakings: In terms of the SEBI ICDR Regulations, the Company hereby undertakes that: (i) It shall re-compute the price of the equity shares in terms of the provisions of the SEBI ICDR Regulations, where it is required to do so; and (ii) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the equity shares shall continue to be locked-in till the time such amount is paid by the proposed allottees.

- (6) The Company, its promoters and directors are not willful defaulters hence the disclosures as per Part G of Schedule VIII of SEBI ICDR Regulations are not applicable.
- (7) A certificate from the statutory auditors of the Company certifying that the issue is being made in accordance with the requirements of these regulations will be placed before the Extra Ordinary General Meeting.
- (8) **TOTAL NUMBER OF SHARES TO BE ISSUED, CLASSES AND NAME OF THE PROPOSED ALLOTTEES AND THE PERCENTAGE OF POST PREFERENTIAL OFFER CAPITAL THAT MAY BE HELD BY THEM**

Sr. No.	Proposed Allottees	Maximum Number of Equity Shares to be allotted (including allotment against warrants)	% Post Preferential Issue Equity Capital
1.	Welspun Steel Limited	164,215,000	49.86%
2.	Mr. Dilipkumar Lakhi	104,000,000	24.99%
3.	Ms. Swati Agrawal	625,000	0.16%
4.	Mr. Sanjay Razdan	1,666,666	0.40%
5.	Ms. Pooja Razdan	833,333	0.20%
6.	Mr. Sachin Khivasara	1,666,666	0.40%
7.	Mr. Jigar Mistry	416,666	0.10%
8.	Mr. Sandeep Sehgal	416,666	0.10%
9.	Mr. Ritesh Deshmukh	2,500,000	0.60%
10.	Mr. Pankaj Razdan	12,500,000	3.00%
11.	Mr. Vikram Kotak	1,666,666	0.40%
12.	Ms. Tejashree Sangoi	208,333	0.05%
13.	Mr. Dino Morea	541,666	0.13%
14.	Mr. Aarti Walia	1,666,666	0.40%
15.	Mr. Ravinder Walia	833,333	0.20%
16.	Mr. Anuj Burakia	200,000	0.10%
17.	Mrs. Leela Bhandari	416,666	0.10%
18.	Mr. Prakash Tatia	383,333	0.04%
19.	Ms. Manjula Kishore Lulla	833,333	0.20%
20.	M/s Sanjay Razdan & Associate Pvt. Ltd.	416,666	0.10%
21.	Winro Commercial (India) Ltd.	7,916,666	1.90%
22.	Ageless Capital and Finance Pvt. Ltd.	2,083,333	0.59%
23.	RKS Distributors Private Limited	1,666,666	0.40%
	Total	307,673,324	-

The Company has obtained Permanent Account Numbers from all the proposed allottees.

(9) **RELEVANT DATE, PRICING AND LOCK-IN OF EQUITY SHARES**

As per Regulation 71 of the SEBI ICDR Regulations, the Relevant Date is 30 days prior to the date of the Extra Ordinary General Meeting i.e. April 13, 2018. As the 30 day period prior to the date of the EOGM falls on a Sunday i.e. April 15, 2018, the immediately preceding working day has been taken as Relevant Date, in accordance with the SEBI ICDR Regulations.

Valuation of equity shares, being infrequently traded shares, has been done as per Regulation 76A of SEBI ICDR Regulations. Accordingly, valuation of Rs.4/- per equity share has been arrived at whereas the issue price is Rs. 12/- per share which is higher than the valuation per share.

The equity shares / warrants allotted shall be in a lock-in period as per Regulation 78 of SEBI ICDR Regulations.

(10) **THE CHANGE IN CONTROL, IF ANY, IN THE COMPANY THAT WOULD OCCUR CONSEQUENT TO THE PREFERENTIAL OFFER**

There will be no change in control consequent to the preferential offer and the management control of the Company will remain with the existing management of the Company.

(11) **THE NUMBER OF PERSONS TO WHOM ALLOTMENT ON PREFERENTIAL BASIS HAVE ALREADY BEEN MADE DURING THE YEAR IN TERMS OF NUMBER OF SECURITIES AS WELL AS PRICE**

During the year, the Company has not made any allotment on preferential basis to any person under Chapter VII of SEBI ICDR Regulations.

(12) **JUSTIFICATION FOR ALLOTMENT PROPOSED TO BE MADE FOR CONSIDERATION OTHER THAN CASH TOGETHER WITH VALUATION REPORT OF THE REGISTERED VALUER**

Not Applicable. The Company has offered option to the proposed allottees to apply the proceeds of redemption of outstanding preference shares towards subscription of the equity shares as well as utilize unsecured loan availed / to be availed from the proposed allottees towards subscription to equity shares, and / or advance against warrants, being allotted in terms of the Resolution No.1.

Members' approval is sought by way of a special resolution proposed under Resolution No.1.

Resolution No. 2 - Approval of ESOPs – RMG Alloy Steel Ltd Employees Stock Option Plan Scheme 2018 (“RMG ESOP SCHEME 2018”)

In supersession of the approval of members granted vide a special resolution passed in their general meeting held on March 27, 2018 for ESOP Schemes, pursuant to provisions of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, (SEBI (SBEB) Regulations), the Company seeks members approval in respect of RMG ESOP SCHEME 2018 and grant of options to the eligible employees/ Directors of the Company as determined by NRC from time to time in due compliance of the SEBI (SBEB) Regulations.

The main features of the RMG ESOP SCHEME 2018 are as under:

1. **Brief Description of the Scheme(s):**

Employee Stock Option Scheme for the benefit of the employees of the Company as defined under SEBI SBEB Regulations, entitlement of which shall be as determined by the Nomination and Remuneration Committee (“NRC”) of the Board of Directors of the Company.

2. **Total number of options to be granted: 12,000,000 ESOPs**

3. **Identification of classes of employees entitled to participate in RMG ESOP SCHEME 2018:** Permanent employees including Directors (other than Promoters of the Company, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company), whether whole-time or otherwise, whether working in India or out of India, as determined by NRC.

4. **Requirements of vesting and period of vesting:** Vesting shall happen at every anniversary of the date of grant in quantum of 25% of the total ESOPs granted, over the period of 4 years from the date of grant.

5. **Maximum period within which the options shall be vested:** 4th Anniversary from the date of grant.

6. **Exercise price or pricing formula:** Exercise price is the price at 30% discount to the closing market price on BSE Ltd on the day preceding the date of grant of Option.

7. **Exercise period and the process of Exercise:** Upto 3rd Anniversary from the date of vesting, the option grantee shall be entitled to exercise vested options for underlying equity share and shall pay applicable tax thereon.

8. **Appraisal process for determining the eligibility of employees under RMG ESOP SCHEME 2018:** NRC takes into consideration the potential contribution of the employee to the critical aspects of the business, strength and competency of the employee viz a viz business challenges and past track record in terms of achievement of targets /milestones.

9. **Maximum number of options to be issued per employee and in aggregate:** Number of ESOPs to be granted to an employee shall not exceed 1% of the issued equity share capital in a financial year and the aggregate to all employees shall not exceed 1,00,00,000 ESOPs.

10. **Maximum Quantum of benefits to be provided per employee under RMG ESOP SCHEME 2018:** same as mentioned against item no. 9 above.

11. **Route of Scheme implementation:** The Scheme shall be implemented and administered directly by the Company through NRC

12. **Source of Shares:** Fresh issue of equity shares

13. **The amount of loan provided for implementation of the Scheme by the Company to the Trust, its tenure, utilisation, repayment terms etc.:** Not Applicable

14. **Maximum percentage of Secondary Acquisition (subject to limits specified under the Regulations) that can be made by the Trust for the purchase under the scheme:** Not Applicable

15. **Accounting and Disclosure Policies:** The Company shall conform to the accounting policies specified in Regulation 15 of SEBI SBEB Regulations.

16. Method of Valuation: Fair Valuation

Except for the potential to get grant of ESOPS, none of the directors or the key managerial personnel of the Company or their relatives may be deemed to be concerned or interested, financially or otherwise, in the resolution no.2 of the Notice.

Resolution No. 3 - Approval of ESOPs – RMG Alloy Steel Ltd Employees Stock Option Plan (Senior Managerial Personnel) Scheme 2018 (“RMG ESOP (SMP) SCHEME 2018”)

Pursuant to provisions of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, (SEBI (SBEB) Regulations), the Company seeks members approval in respect of RMG ESOP (SMP) SCHEME 2018 and grant of options to the eligible employees/ Directors of the Company and Employees in the category of the senior managerial personnel as determined by NRC from time to time in due compliance of the SEBI (SBEB) Regulations.

The main features of the RMG ESOP (SMP) SCHEME 2018 are as under:

1. Brief Description of the Scheme(s):

Employee Stock Option Scheme for the benefit of the employees of the Company as defined under SEBI SBEB Regulations in the category of SMP, entitlement of which shall be as determined by the Nomination and Remuneration Committee (“NRC”) of the Board of Directors of the Company.

2. Total number of options to be granted: 2,000,000 ESOPs

3. Identification of classes of employees entitled to participate in RMG ESOP (SMP) SCHEME 2018: Permanent employees in the category of the senior managerial personnel as determined by NRC.

4. Requirements of vesting and period of vesting: Vesting shall happen at the first anniversary of the date of grant or at subsequent anniversary of the date of grant in the quantum of the total ESOPs granted, over the period of 4 years from the date of grant, as may be decided by NRC while granting the ESOPs.

5. Maximum period within which the options shall be vested: 4th Anniversary from the date of grant.

6. Exercise price or pricing formula: Exercise price is NIL.

7. Exercise period and the process of Exercise: upto 3rd Anniversary from the date of vesting, the option grantee shall be entitled to exercise vested options for underlying equity share and shall pay applicable tax thereon.

8. Appraisal process for determining the eligibility of employees under RMG ESOP (SMP) SCHEME 2018: NRC takes into consideration the potential contribution of the employee to the critical aspects of the business, strength and competency of the employee viz a viz business challenges and past track record in terms of achievement of targets /milestones.

9. Maximum number of options to be issued per employee and in aggregate: Number of ESOPs to be granted to an employee shall not exceed 1% of the issued equity share capital in a financial year and the aggregate to all employees shall not exceed 2,000,000 ESOPs.

10. Maximum Quantum of benefits to be provided per employee under RMG ESOP (SMP) SCHEME 2018: same as mentioned against item no. 9 above.

11. Route of Scheme implementation: The Scheme shall be implemented and administered directly by the Company through NRC

12. Source of Shares: Fresh issue of equity shares

13. The amount of loan provided for implementation of the Scheme by the Company to the Trust, its tenure, utilisation, repayment terms etc.: Not Applicable

14. Maximum percentage of Secondary Acquisition (subject to limits specified under the Regulations) that can be made by the Trust for the purchase under the scheme: Not Applicable

15. Accounting and Disclosure Policies: The Company shall conform to the accounting policies specified in Regulation 15 of SEBI SBEB Regulations.

16. Method of Valuation: Fair Valuation

Except for the potential to get grant of ESOPS, none of the directors or the key managerial personnel of the Company or their relatives may be deemed to be concerned or interested, financially or otherwise, in the resolution no.3 of the Notice.

The draft copy of the Memorandum of Association and all other documents mentioned in the explanatory statement and resolutions, will be available for inspection at the Registered Office as well at the Corporate Office of the Company between 11.00 a.m. to 1.00 p.m. on any working day except Saturday and Sunday until the date of the meeting and also be available for inspection at the meeting.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the proposed Resolution except to the extent disclosed below and to the extent of their shareholding, if any, in the Company.

The Board recommends the resolution as set out in the notice for approval of the members.

Place: Mumbai
Date: April 20, 2018

By Order of the Board
Sd/-
Nilesh Javker
Company Secretary
ACS-24087

Note:

- 1) Please complete all the details including details of member(s) in the above Box before submission.
- 2) It is optional to put "X" in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/ she thinks appropriate.
- 3) **A proxy can act on behalf of such number of member or members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company. Provided that a member holding more than 10%, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.**
- 4) The Form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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RMG ALLOY STEEL LIMITED

CIN : L27100GJ1980PLC020358

Registered Office: Plot No. 1 G I D C Industrial Estate, Valia Road, Jhagadia, Dist. Bharuch, Jhagadia GJ 393110
Corporate Office : B/9, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400 013.
E-mail: allcompanysecretaryofrmgl@welspun.com Website: www.rmgalloysteel.com
Tel.: +91-22-66136000 Fax: +91-22-2490 8020

ATTENDANCE SLIP

Name of the sole / first named member : _____

Address of sole / first named member : _____

Registered folio no. : _____

DP ID no. / Client ID no.* : _____

Number of shares held : _____

I hereby record my presence at the Extra Ordinary General Meeting of the Company held on Tuesday, May 15, 2018 at Plot No.1, G.I.D.C Industrial Estate, Valia Road, Jhagadia, Dist. Bharuch- 393110, Gujarat, at 12:30 PM.

Signature of Shareholder/ Proxy Present

Note: Members are requested to fill up the attendance slip and hand it over at the venue of the meeting.

..... Tear here

Important note for Electronic Voting:

The e-voting period commences on Saturday, May 12, 2018 at 9:00 am and ends on Monday, May 14, 2018 at 5:00 pm. The e-Voting module shall be disabled by CDSL for voting thereafter.

Please read the instructions before exercising the vote.

These details and instructions form integral part of the Notice dated April 20, 2018 of Extra Ordinary General Meeting.



← from Bharuch Jn, Railway Station Rd, Railway Colony, ...
to Remi Metals Gujarat Limited, Jhagadia GIDC, Gujar...



40 min (23.9 km)

via GJ SH 165

Fastest route

⚠ This route has tolls.

Bharuch Jn

Railway Station Rd, Railway Colony, Bharuch, Gujarat 392012

↑ Head south-west

ⓘ Pass by Bharuch Station Police Chowki (on the left)

21 s (64 m)

> Drive along Zadeshwar Rd and GJ SH 165

28 min (17.2 km)

> Continue to Jhagadia GIDC

10 min (6.1 km)

↩ Turn left onto GJ SH 165

50 s (450 m)

Remi Metals Gujarat Limited

Jhagadia GIDC, Gujarat 393110

These directions are for planning purposes only. You may find that construction projects, traffic, weather, or other events may cause conditions to differ from the map results, and you should plan your route