



REGD. OFFICE & WORKS: Plot No. 2, G.I.D.C. Estate, Palej, Dist. Bharuch – 392 220, Gujarat, India.
Visit us on : www.steelcogujarat.com E-mail : sglbaroda@gmail.com CIN No.: L27110GJ1989PLC011748 ,
LEI No. 894500QXPSPYL4LU325 , GST No. 24AADCS0880L2Z7

10th April, 2026

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street
Mumbai – 400001

Scrip Code: 500399

Sub: Postal Ballot Notice - Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR')

Dear Sir/Madam,

Please find enclosed herewith a copy of the Postal Ballot Notice along with the Explanatory Statement thereto ('Notice'), dated April, 9th, 2026, whereby the Company is seeking approval of the Members in respect of Special and Ordinary Business by way of Special and Ordinary Resolution.

1. In accordance with applicable circulars of Ministry of Corporate Affairs and SEBI, the aforesaid Postal Ballot Notice is being sent only in electronic form to all the Members, whose names appear in the Register of Members/ records of Depositories as on the cut-off date i.e. Friday, April 03, 2026 and whose email ids are registered. In accordance with relevant MCA and SEBI Circulars, hard copy of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelope has not been sent to the members and the communication of the assent or dissent of the members will only take place through remote e-voting. The Postal Ballot notice is also available on the website of the Company <https://steelcogujarat.com/> and on website of National Securities Depository Limited ("NSDL") <https://nsdl.co.in/>

Corporate Office:

4th Floor, Marble Arch, Race Course Circle, Vadodara – 390 007, Gujarat. Phone : 0265-2965381



REGD. OFFICE & WORKS: Plot No. 2, G.I.D.C. Estate, Palej, Dist. Bharuch – 392 220, Gujarat, India.
Visit us on : www.steelcogujarat.com E-mail : sglbaroda@gmail.com CIN No.: L27110GJ1989PLC011748 ,
LEI No. 894500QXPSPYLV4LU325 , GST No. 24AADCS0880L2Z7

The Company has engaged the services of National Securities Depository Limited (“NSDL”) for providing remote e-voting facility to its members. The remote e-voting period commences at **9:00 a.m. (IST) on Monday, 13th April, 2026** and ends at **5:00 p.m. (IST) on Tuesday, 12th May, 2026** after which the remote e-voting will be blocked by NSDL. During this period, members of the Company, holding shares as on the cut-off date i.e. **Friday, April 3rd, 2026** are eligible to cast their votes.

The Company has appointed Mr. Devesh Pathak (F4559) of M/s Devesh Pathak & Associates, Practising Company Secretaries, as the Scrutinizer for scrutinizing the Postal Ballot. The results of the Postal Ballot shall be declared on or before **Thursday, 14th May, 2026**.

Key information pertaining to the Postal Ballot is as follows:

Particulars	Details
Cut-off date for e-voting	Friday, 3 rd April, 2026
E-voting Start Date and Time	Monday, 13 th April, 2026
E-voting End Date and Time	Tuesday, 12 th May, 2026
Result of Postal Ballot	On or before Thursday, 14 th May, 2026

We request you to take the above information on record.

**Thanking you,
Yours faithfully,**

For Steelco Gujarat Limited

**Bhavisha Dubber
Company Secretary and Compliance Officer
Membership No.: A78760**

Corporate Office:

4th Floor, Marble Arch, Race Course Circle, Vadodara – 390 007, Gujarat. Phone : 0265-2965381

POSTAL BALLOT NOTICE

[Pursuant to Section 108 and 110 of the Companies Act, 2013 as well as Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR') and other applicable Provisions/Rules/Regulations, if any of the Act and LODR.

Dear Member(s),

Notice is hereby given that the resolutions set out below are proposed to be passed by the members of Steelco Gujarat Limited ("the Company") by means of Postal Ballot, only by way of remote e-voting process ("e-voting"), pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act"), Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular no. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020 and 20/2020 dated 05.05.2020 and 03/2025 dated 22.10.2025 read with other relevant circulars, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and 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") as the agency to provide e-voting facility. In accordance with the MCA Circulars, members can vote only through the remote e-voting process. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. The Company has appointed CS Mr. Devesh A. Pathak (FCS 4559) of M/s. Devesh Pathak & Associates, Practising Company Secretaries for conducting the postal ballot through remote e-voting process in a fair and transparent manner. Members are requested to read the instructions in the Notes in this Postal Ballot Notice and cast their vote electronically not later than 5:00 p.m. IST on Tuesday, 12th May, 2026, (the last day to cast vote electronically).

The Scrutinizer will submit his report, after the completion of scrutiny, to the Company Secretary of the Company or any person authorized by her. The results of e-voting will be announced by the Company on or before Thursday, 14th May, 2026, and will be displayed on the Company's website <https://steelcogujarat.com/> and will also be communicated to the Stock Exchange, National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") (together the "Depositories") and MUFG Intime India Private Limited.

1. Approval to appoint Mr. Shankar Bharadhwaj (DIN: 02340170), Nominee of Vistra ITCL (India) Limited (Debenture Trustee), as the Director of the Company.

To consider and if thought fit, to accord assent/ dissent to the following resolution as **Ordinary Resolution:**

"RESOLVED THAT approval be and is hereby accorded pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') to the appointment of Mr. Shankar Bharadhwaj (DIN: 02340170) as a Director not liable to retire by rotation who was appointed as a Nominee Director of Vistra ITCL (India) Limited the Debenture Trustee, by the Board of Directors at its Meeting held on 13th January, 2026, at the recommendation of the Nomination and Remuneration Committee for whom requisite notice pursuant to Section 160 of the Act is received."

2. Appointment of Mr. Subir Kumar Chowdhury (DIN: 03633998), as Independent Director of the Company.

To consider and if thought fit, to accord assent/ dissent to the following resolution as a **Special Resolution:**

“RESOLVED THAT in terms of Regulation 17(1)(a) and any other regulations applicable, if any, of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (‘LODR’) read with Section 149(1), 150,152, and any other provisions applicable, if any, read with Schedule IV of the Companies Act, 2013 (‘the Act’) [including statutory modification(s) and re-enactment(s) thereof for the time being in force] or any other applicable laws as the case may be, pursuant to the recommendation of the Nomination and Remuneration Committee, approval be and is hereby accorded to the appointment of Mr. Subir Kumar Chowdhury (DIN: 03633998), who was appointed as an Additional Director by the Board meeting at its meeting held on 14th February, 2026 to hold office upto the next Annual General Meeting pursuant to Section 161(1) of the Act as well as an Independent Director of the Company for a period of three (03) years with effect from 14th February, 2026 who has submitted declaration to the effect that he meets the criteria of independence as prescribed under the Act and LODR and in respect of whom the Company has received notice in writing under Section 160(1) of the Act from a member of the Company proposing his candidature for the office of an Independent Director who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors and any Key Managerial Personnel of the Company be and are hereby severally authorized to do all the acts and deeds necessary and expedient for the purpose including to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with Ministry of Corporate Affairs and intimation to the Stock Exchange.”

3. Appointment of Mr. Deepak Sharma (DIN: 11484653), as Executive Director of the Company liable to retire by Rotation.

To consider and if thought fit, to accord assent/ dissent to the following resolution as a **Special Resolution:**

“RESOLVED THAT Mr. Deepak Sharma, who was appointed as an Additional Director to hold office upto Next Annual General Meeting pursuant to the Companies Act 2013 (‘the Act’) by the Board of Directors at its meeting held on 14th February, 2026 and for whom notice pursuant to Section 160 of the Act is received, be and is, hereby appointed as a Director liable to retire by rotation on Recommendation of the Nomination and Remuneration Committee.

RESOLVED FURTHER THAT in terms of Regulation 17 and any other regulations applicable, if any, of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with Section 149, 152,196, 197, 198, 200, 203 and any other provisions applicable, if any, read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [including statutory modification(s) and re-enactment(s) thereof for the time being in force] and also any other applicable laws as the case may be, pursuant to the recommendation of the Nomination and Remuneration Committee, and as approved by the Board of Directors at its meeting held on 14th February, 2026 approval, be and is, hereby accorded to the appointment of Mr. Deepak Sharma (DIN: 11484653), as an Executive Director of the Company, with effect from 14th February, 2026 to hold office upto two years at a remuneration of Rs. 1,50,000 per month, who shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors will have liberty to alter and/or vary the terms and conditions of the remuneration which shall not exceed the limits specified in Schedule V of the Act including any statutory modification(s) or re-enactment(s) thereof for the time being in force, as may be agreed to between the Board and Mr. Deepak Sharma.

RESOLVED FURTHER THAT in case of no profit or inadequacy of profits in any financial year during the currency of his tenure, the remuneration as aforesaid will be paid as minimum remuneration.

RESOLVED FURTHER THAT any of the Directors and any Key Managerial Personnel of the Company be and are hereby severally authorized to do all the acts and deeds necessary and expedient for the purpose including to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with Ministry of Corporate Affairs and intimation to the Stock Exchange.”

Registered Office:

**Plot No. 2 G.I.D.C. Estate, Palej, Dist.
Bharuch, Gujarat, India, 392220**

**Date: 9th April, 2026
Place: Vadodara**

**By Order of the Board of Directors
For Steelco Gujarat Limited**

**Sd/-
Bhavisha Dubber
Company Secretary and Compliance
Officer
Membership No.: A78760**

NOTES AND INSTRUCTIONS:

1. A Statement pursuant to Section 102 & 110 of the Act read with the Rules, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is attached.
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, 3rd April, 2026 (“**Cut-Off Date**”) received from the Depositories and whose e-mail address is registered with the Company/ Depositories. Accordingly, physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot. However, even those members whose email address is not registered / incorrectly registered with the Company/Depositories, will be able to cast his/her vote as per process defined below in ‘Instructions for voting’.
3. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the **Cut-Off Date** will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purposes only.
4. The voting rights of the members of the Company shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, 3rd April, 2026 (**cut-off date**).

5. The Company has engaged the National Securities Depository Limited (“NSDL”) as the agency to provide the e-voting facility and the instructions for e-voting are provided as a part of this Notice.
6. This Postal Ballot Notice will also be available on the Company’s website at <https://steelcojagrat.com/>, websites of Stock Exchange, BSE Limited at www.bseindia.com, and on the website of National Securities Depository Limited (“NSDL”) <https://nsdl.co.in/>
7. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) by giving details of folio number, e-mail address and self-attested copy of PAN card to National Securities Depository Limited at evoting@nsdl.com, if the shares are held in physical form.
8. Pursuant to Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars and Regulation 44 LODR, SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolution electronically. The instructions for e-voting are provided as a part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote.
9. The e-voting period commences at **9:00 a.m. (IST) on Monday, 13th April, 2026** and ends at **5:00 p.m. (IST) on Tuesday, 12th May, 2026**. Members desiring to exercise their vote should cast their vote during this period, to be eligible for being considered.
10. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e. **Tuesday, 12th May, 2026**.
11. All documents referred to in this Postal Ballot Notice will be available for inspection electronically until the last date of voting. Members seeking to inspect such documents can send an email to cs@sgl.ltd

Any query in relation to the resolutions proposed to be passed by postal ballot may be sent to/ contact the Company Secretary at cs@sgl.ltd or to Chief Financial Officer at cfo@sgl.ltd.

Remote e-Voting Instructions for shareholders:

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 in order 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.	<ol style="list-style-type: none">1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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.2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. 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. 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. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a

	<p>Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. 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. 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.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>  App Store  Google Play</div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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. 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.com and 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 a 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	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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. 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 abovementioned 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
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. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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:
a) 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*****.
b) 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*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use 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 email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email 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 email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
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) **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 and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 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 pcsdeveshpathak@rediffmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
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 : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self

- attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@sgl.ltd.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@sgl.ltd If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
 3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
 4. 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT
(Pursuant to the provisions of Section 102 of the Companies Act)

Item No.1

Pursuant to the provisions of Section 152 and other provisions, applicable, if any, of the Companies Act, 2013 ('the Act'), and any other applicable provisions of the Act and the Rules made there under [including any statutory modification(s) or re-enactment thereof for the time being in force] and as recommended by the Nomination and Remuneration Committee of Directors, it is proposed to appoint Mr. Shankar Bharadhwaj (DIN: 02340170) as a Director not liable to retire by rotation who was earlier appointed by the Board of Directors at their meeting held on 13th January, 2026 as a Nominee Director representing Vistra ITCL (India) Limited ('Debenture Trustee'). He shall not be liable to retire by rotation and shall hold office until the obligations of the Company and/ or the Obligors (as defined in the Deed) in respect of the Debentures have been irrevocably and fully paid and settled to the satisfaction of the Debenture Trustee/ the holders of the Debentures.

Brief Profile:

Mr. Shankar R Bharadhwaj is a Chartered Accountant, Law Graduate (LL.B) with basic graduation in Science (Specialization Physics) and has worked in India and overseas. He has over 25 years' experience in the financial sector with exposure to Corporate Finance, MIS, Internal Audit, Planning, Corporate & Plant Level Accounting, Audits, Corporate Planning & Commercials, Stress Assets Management and Statutory Compliances.

Mr. Shankar Bharadhwaj (DIN: 02340170) is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. He is not related to any of the Directors of the Company and he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. The Company has also received consent to act as a Director (DIR-2) and Declaration of Directorships in other Companies (DIR-8) from Mr. Shankar Bharadhwaj (DIN: 02340170). In the opinion of the Board, Mr. Shankar Bharadhwaj (DIN: 02340170) fulfils the conditions for appointment as a Director and possess appropriate skills, experience and knowledge. Brief resume of Mr. Shankar Bharadhwaj (DIN: 02340170) is annexed to this Notice as Annexure-A.

The above statements may also be regarded as disclosure under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Your Directors recommend and seek approval to the Resolution at Item No. 01 of the accompanying notice as an Ordinary Resolution.

None of the Directors / Key Managerial Personnel of the Company and their relatives, except Mr. Shankar Bharadhwaj (DIN: 02340170) is/are, in any way, concerned or interested, financially or otherwise, in the aforesaid Resolution No. 01 of the Notice.

Item No. 2

In terms of Regulation 17(1)(a) of LODR read with Section 149(1), 150,152,161(1) and any other provisions applicable, if any, read with Schedule IV of the Companies Act,2013 [including statutory modification(s) and re-enactment(s) thereof for the time being in force] as also any other applicable laws as the case may be, Your Directors at their meeting held on 14th February, 2026 on recommendation of Nomination and Remuneration Committee

appointed Mr. Subir Kumar Chowdhury (DIN: 03633998) as an Additional Director to hold office upto next Annual General Meeting as well as Independent Director upto three years with effect from 14th February, 2026.

Brief profile

Subir Kumar Chowdhury is a business leader with over 40 years of experience steering globally integrated operations across the Off-Highway, Consumer Durables, and Automotive sectors. As the former MD and CEO of JCB India, he was instrumental in scaling revenues from Rs 500 Cr to Rs 10,000 Cr, expanding the export footprint to 110 countries, and establishing the world's largest JCB manufacturing facility. At Hi-Tech Gears Ltd, He excelled in envisioning large-scale business transformations, driving digital manufacturing footprints, and nurturing leadership pipelines. A member of the CII National Council, he is a strategic expert in change management, high-stake negotiations, and sustainable growth, consistently delivering operational excellence and enhanced shareholder value.

Mr. Subir Kumar Chowdhury has given his consent to act as director and is not disqualified from being appointed as a director in terms of Section 164 of the Act and is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India ("SEBI") or any other authority. Details of Mr. Subir Kumar Chowdhury is provided in the "Annexure-A" to the Notice, pursuant to the provisions of (i) LODR (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.

Mr. Subir Kumar Chowdhury meets the criteria prescribed for independent directors under Section 149(6) of the Act as well as Regulation 16(1)(b) of the LODR and in the opinion of the Board, Mr. Subir Kumar Chowdhury is a person of integrity, possessing the relevant expertise and experience, fulfilling the conditions specified in the Act and the rules framed there under as well as under the LODR and is independent of the management of the Company.

Requisite Documents will be available for inspection at the registered office of the Company during the period 11:00 am to 1:00 pm on any working day except Saturdays and Sundays upto 12th May, 2026.

Notices as required under section 160 of the Act, have been received from a member of the Company proposing the candidature of Mr. Subir Kumar Chowdhury as Independent Director of the Company.

Except Mr. Subir Kumar Chowdhury, neither any Directors / Key Managerial Personnel of the Company nor their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

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

Item No. 3

In terms of Regulation 17(1)(a) of LODR read with Section 149(1), 150,152,161(1) and any other provisions applicable, if any, read with Schedule IV of the Companies Act,2013 [including statutory modification(s) and re-enactment(s) thereof for the time being in force] as also any other applicable laws as the case may be, Your Directors at their meeting held on 14th February, 2026 on recommendation of Nomination and Remuneration Committee appointed Mr. Deepak Sharma (DIN: 11484653) as an Additional Director to hold office upto next Annual General Meeting as well as Executive Director upto two years with effect from 14th February, 2026 at a remuneration of Rs. 1,50,000 per month.

The perquisites stated above shall be valued as per Income Tax Act, 1961, wherever applicable, and in the absence of any provisions in the said Act, the perquisites shall be valued at actual. This may also be treated as a written memorandum serving out the terms of Mr. Deepak Sharma, pursuant to section 190 of the Companies Act, 2013 ('the Act').

During the term of employment of Mr. Deepak Sharma, if in any financial year, there is absence or inadequacy of profit as contemplated under the provisions of Schedule V of the Act, then the aforesaid remuneration shall be paid as minimum remuneration pursuant to Section 197 and Section 197 read with Schedule V to the Act, [including any statutory modification(s) or re-enactment(s) thereof for the time being in force]. Taking into consideration the size of the Company and the present and future business developments and also the varied experience and expertise of Mr. Deepak Sharma in Electric Engineering, O&M, strategic planning and regulatory compliance with a proven track record of delivering high-value infrastructure projects from grass-roots to full-scale production, and also the responsibilities shouldered by him in the Company, the aforesaid remuneration proposed to be paid to Mr. Deepak Sharma in the event of absence or inadequacy of profit of Company is considered commensurate and justifiable.

Since the aggregate remuneration to be paid to him by way of salary, allowances, perquisites and benefits would exceed the limit prescribed under Section I of Part II of Schedule V to the Act, the following additional information as provided in Section II of Part II of Schedule V to the Act and as required by Rule 7 (2) & other applicable rules of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given below:

1. General Information:

- i. Nature of Industry: The Company is directly engaged in the business of manufacturing and processing steel.
- ii. Date or expected date of Commencement of commercial production: The Company has already commenced commercial production.
- iii. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.
- iv. Financial performance based on given indicators - as per audited financial results for the year ended 31st March 2025.

Particulars	(in lakhs)	
	2024-25	2023-24
Effective Capital	4,113.89	6,128.86
Paid-up Capital	496.60	496.60
Reserves and Surplus	27,422.75	27,514.17
Total Income	493.90	363.78
Total Expenses	2,547.67	809.90
Profit Before Tax	(2053.77)	16,540.85
Profit After Tax	(2053.77)	16,540.85

- v. Foreign Investment of collaborations, if any: The Company has not entered into any foreign collaboration.

Information about the appointee

Particulars	Mr. Deepak Sharma
Background details	Deepak Sharma is a Senior Project Management Professional with over 35 years of multifaceted experience spanning the Oil & Gas, Telecom Infrastructure, and Defense sectors. He excels in steering large-scale E&P operations, including the management of 300+ CBM wells and expansive pipeline networks. His career is anchored by a foundational tenure in the Indian Navy, where he managed complex electrical systems and weapon sensors during critical assignments like the Kargil War. A strategic leader with a BE in Electrical Engineering, Deepak integrates deep technical expertise in O&M, strategic planning, and regulatory compliance with a proven track record of delivering high-value infrastructure projects from grass-roots to full-scale production.
Past remuneration	Consultation fee of Rs. 1,50,000 per month received from the Company w.e.f. 28 th January, 2026.
Recognition or awards	NA
Job profile and his suitability	Deepak Sharma is a Senior Project Management Professional with 35+ years of experience in heavy infrastructure, qualifying him for the steel industry's scale. With a BE in Electrical Engineering, he is equipped to oversee rolling mill operations. His tenure in the Indian Navy underscores a disciplined approach to operational resilience and rigorous industrial safety standards. A strategic leader in O&M and regulatory compliance, he has a proven track record of delivering high-value projects from greenfield stages to full production. His expertise in managing large-scale networks ensures he can optimise the output and efficiency of demanding metallurgical plants.
Remuneration proposed	The proposed remuneration would comprise of monthly basic salary, allowances and all perquisites as mentioned in the explanatory statement to this resolution no 2 above

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into consideration the size of the Company, the profile of Mr. Deepak Sharma, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level employees in other companies.
Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel	Mr. Deepak Sharma has no pecuniary relationship directly or indirectly with the company or any relationship with any managerial personnel of the Company

Mr. Deepak Sharma has given his consent to act as director and is not disqualified from being appointed as a director in terms of Section 164 of the Act and is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India ("SEBI") or any other authority. Details of Mr. Deepak Sharma is provided in the "Annexure-A" to the Notice, pursuant to the provisions of (i) LODR (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.

Requisite Documents will be available for inspection at the registered office of the Company during the period 11:00 am to 1:00 pm on any working day except Saturdays and Sundays upto 12th May, 2026.

Notice as required under section 160 of the Act, has been received from a member of the Company proposing the candidature of Mr. Deepak Sharma as a Director of the Company.

Except Mr. Deepak Sharma, neither any Directors / Key Managerial Personnel of the Company nor their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

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

ANNEXURE-A

INFORMATION ABOUT THE DIRECTORS PURSUANT TO THE SECRETARIAL STANDARDS-2 AND REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Name of Director	Mr. Shankar Bharadhwaj	Mr. Subir Kumar Chowdhury	Mr. Deepak Sharma
Brief Resume	Details are given in explanatory statement to the notice.	Details are given in explanatory statement to the notice.	Details are given in explanatory statement to the notice
Designation/Cat e gory	Nominee Director	Independent Director	Executive Director
Date of Birth	01/05/1968	25/01/1959	01/03/1968
Nationality	Indian	Indian	Indian
Qualification	B.Sc., FCA, DISA(ICAI), LL. B	B.E. in Mechanical Engineering, Project Management Professional Course	B.E. in Electrical Engineering
Experience	25+ years	40+ years	35+ years
Expertise in specific functional areas	Shankar Bharadhwaj is a CA and Law graduate whose analytical background and 25 years of financial expertise make him uniquely suited for the steel industry. With proficiency in stress assets management, he offers the financial resilience needed to navigate capital intensity of this sector. His dual expertise in statutory compliance and internal audit ensures rigorous risk oversight within a heavily regulated industrial and environmental landscape.	He is a business leader with over 40 years of experience steering globally integrated operations across the Off-Highway, Consumer Durables, and Automotive sectors. As the former MD and CEO of JCB India, he was instrumental in scaling revenues from Rs 500 Cr to Rs 10,000 Cr, expanding the export footprint to 110 countries, and establishing the world's largest JCB manufacturing facility. At Hi-Tech Gears Ltd, He excelled in envisioning large-scale business transformations, driving digital manufacturing footprints, and nurturing leadership	Deepak Sharma is a Senior Project Management Professional with over 35 years of multifaceted experience spanning the Oil & Gas, Telecom Infrastructure, and Defense sectors. He excels in steering large-scale E&P operations, including the management of 300+ CBM wells and expansive pipeline networks. His career is anchored by a foundational tenure in the Indian Navy, where he managed complex electrical systems and weapon sensors during critical assignments like the Kargil War. A strategic leader with a BE in Electrical

		pipelines. A member of the CII National Council, he is a strategic expert in change management, high-stake negotiations, and sustainable growth, consistently delivering operational excellence and enhanced shareholder value.	Engineering, Deepak integrates deep technical expertise in O&M, strategic planning, and regulatory compliance with a proven track record of delivering high-value infrastructure projects from grass-roots to full-scale production.
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the Company	N.A.	N.A.	N.A.
Directorship held in other listed or public unlisted companies in India	KMC INFRATECH LIMITED as a Nominee Director	NIL	NIL
Tenure of Appointment/ Reappointment	He shall not be liable to retire by rotation and shall hold office until the obligations of the Company and/ or the Obligors (as defined in the Deed) in respect of the Debentures have been irrevocably and fully paid and settled to the satisfaction of the Debenture Trustee/ the holders of the Debentures.	One term of 3 years	One term of 2 years
Terms and Conditions for appointment	He shall not be liable to retire by rotation and shall hold office until the obligations of the Company and/ or the Obligors (as defined in the Deed) in respect of	NA	NA

	the Debentures have been irrevocably and fully paid and settled to the satisfaction of the Debenture Trustee/ the holders of the Debentures.		
Details of Remuneration paid/remuneration on last drawn	NA	Sitting fees as decided by the Board	Rs. 1,50,000 per month
Details of meeting attended by the Director during the year	Board meetings held on 14 th February, 2026 and 12 th March, 2026	Board meeting held on 12 th March, 2026	Board meeting held on 12 th March, 2026
Membership of committees held in other public companies in India	NIL	NIL	NIL
Listed Companies from which the person has resigned in the past three years	NIL	THE HI-TECH GEARS LIMITED	NIL
No. of equity shares held in the Company	0	0	0
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Strong understanding of industry standards, business operations, 25 years of financial expertise, proficiency in stress assets management.	Strong understanding of industry standards, business operations and regulatory requirements as well as Planning and organization skills to facilitate goal-setting. He has innovative mindset to create new, effective solutions, analytical skills to interpret data & Mathematical and financial skills for budgeting responsibilities.	Strong understanding of industry standards, business operations and regulatory requirements as well as Planning and organization skills to facilitate goal-setting.

Registered Office:

**Plot No. 2 G.I.D.C. Estate, Palej, Dist.
Bharuch, Gujarat, India, 392220**

**Date: 9th April, 2026
Place: Vadodara**

**By Order of the Board of Directors
For Steelco Gujarat Limited**

**Sd/-
Bhavisha Dubber
Company Secretary and Compliance
Officer
Membership No.: A78760**