



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.: 27110GJ1989PLC011748 ,
LEI No. 894500QXPSPYLV4LU325, GST No. 24AADCS0880L2Z7

8th October, 2025

To,
The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Scrip Code: 500399

Subject: Notice convening the 35th Annual General Meeting of the Company

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 and Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Notice convening the 35th Annual General Meeting ("AGM") of Steelco Gujarat Limited, which is scheduled to be held on Friday, October 31, 2025 at 11:00 A.M. (IST) through Video Conferencing/ Other Audio Visual Means in accordance with relevant circulars issued by the Ministry of Corporate Affairs and Securities Exchange Board of India.

The details of the AGM are mentioned below:

Date and Time of 14 th AGM	Friday, October 31, 2025 at 11:00 A.M. (IST)
Location	Through Video Conferencing/ Other Audio Visual Means
Cut-off date (for determining eligibility of members for e-voting)	Friday, October 24, 2025
Remote e-voting period	From Tuesday, October 28, 2025 at 9:00 a.m. (IST) to Friday, October 30, 2025 at 5:00 p.m. (IST)
Result of e-voting	On or before Monday, 03rd November, 2025

In compliance with the relevant circulars, the Notice of the 35th AGM along with the Annual Report for FY. 2024-25 is being sent today, only by electronic mode to those shareholders whose e-mail address is registered with the Company/ Registrar and Transfer Agent of the Company /Depository Participants.

Corporate Office:

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



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The Notice of 35th AGM and Annual Report for the Financial Year 2024-25 is also available on the website of the Company at www.steelcogujarat.com

We request you to take the above information on record.

Thanking you,

Yours faithfully,

For Steelco Gujarat Limited

ANOOP
KUMAR
SAXENA

Digitally signed by
ANOOP KUMAR SAXENA
Date: 2025.10.08
15:27:45 +05'30'

ANOOP KUMAR SAXENA
Managing Director
(DIN: 10311727)

Encl: As above

Corporate Office:

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

NOTICE

Notice is hereby given that the 35th Annual General Meeting (AGM) of the members of Steelco Gujarat Limited will be held on Friday, 31st October, 2025 at 11:00 A.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS

Item No. 1:- To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors' and the Auditors' thereon.

Item No. 2:- To appoint a Director in place of Mr. Anoop Kumar Saxena (DIN 10311727) as a director liable to retire by rotation

To appoint a Director in place of Mr. Anoop Kumar Saxena, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

Item No. 3 To appoint Mr. Ashok Kumar N. Shah (DIN: 06977676) as an Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Qualifications of Directors) Rules 2014, and Regulation 16(1)(b), 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 LODR [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and the Articles of Association and based on the recommendation of the Nomination and Remuneration Committee approval of the members, be and is, hereby accorded to the re-appointment of Mr. Ashok Kumar N. Shah [DIN: 06977676] as an Independent Director with effect from April 15, 2026 for a second term of 5 (five years) till April 14, 2031 not liable to retire by rotation, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR and in respect of whom the Company has received notice from a Member under Section 160 of the Act even if he would attain age of 75 years during his tenure.

RESOLVED FURTHER THAT any of the Directors or 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 file requisite e-form with Ministry of Corporate Affairs."

Item No. 4 To appoint Mr. Satish Kumar Panchal (DIN: 03106982) as an Independent Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 (“the Act”), read with the Companies (Appointment and Qualifications of Directors) Rules 2014, and Regulation 16(1)(b), 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 LODR [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and the Articles of Association, and based on the recommendation of the Nomination and Remuneration Committee approval of the members, be and is, hereby accorded to the re-appointment of Mr. Satish Kumar Panchal [DIN: 03106982] as an Independent Director with effect from April 15, 2026 for a second term of 5(five years) till April 14, 2031 not liable to retire by rotation, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR and in respect of whom the Company has received notice from a Member under Section 160 of the Act.

RESOLVED FURTHER THAT any of the Directors or 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 file requisite e-form with Ministry of Corporate Affairs.”

Item No. 5 To appoint M/s. Devesh Pathak & Associates, Practising Company Secretaries as a Secretarial Auditor of the Company and fix the remuneration

To consider and if thought fit, to pass, the following resolutions as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘LODR’) as well as pursuant to section 204 of the Companies Act, 2013 (‘the Act’) read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and as recommended by the Audit Committee and the Board of Directors of the Company M/s. Devesh Pathak & Associates, Practising Company Secretaries (Peer Reviewed No. 1412/2021), be and are hereby, appointed as Secretarial Auditor of the Company for a term of 5 years commencing from the Financial Year 2025-26 up to 2029-30 to issue Secretarial Audit Report and other Certificates required under the Act and LODR at such remuneration plus reimbursement of out-of-pocket and other incidental expenses in connection with the audit, as may be decided by the Board of Directors in consultation with M/s. Devesh Pathak & Associates”

“RESOLVED FURTHER THAT any Director and Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or expedient in order to give effect to Resolution including the requisite e-form with the Ministry of Corporate Affairs.”

Place: Vadodara
Date: 06th October, 2025

By Order of the Board of Directors of
Steelco Gujarat Limited
Sd/-
Parag Dave
Company Secretary & Compliance Officer

NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') relating to the items nos. 3 to 5 of the Special Business to be transacted at the 35th Annual General Meeting to be held on Friday, 31st October, 2025 ('the AGM') and the details as required under Regulation 36(3) of the Listing Regulations and clause no 1.2.5 of Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking appointment/re-appointment at the AGM are annexed hereto.
2. The Ministry of Corporate Affairs ('MCA') vide its General Circular nos. 14/2020 dated 8th April, 2020; 17/2020 dated 13th April, 2020; 20/20 dated 5th May, 2020 and other circulars including General Circular no.09/2024 dated 19th September, 2024 ('MCA Circulars') and SEBI vide its Circular no. SEBI/HO/CFD-POD-2//CIR/2024/133 dated 3rd October have allowed the Companies to conduct the general meeting through video conferencing (VC) or other Audio Visual means ('OAVM') Accordingly in accordance with the aforesaid circulars and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'), the AGM of the Company will be held and conducted through VC / OAVM.
3. In view of the above MCA Circulars, the Securities and Exchange Board of India ('SEBI') vide its circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024, extended the relaxation from the requirement of sending the hard copy of annual report to the shareholders who have not registered their email addresses. Therefore, the Annual Report of the Company for the financial year ended 31st March 2025, being sent through electronic mode only to the members whose email addresses are registered/available with the Company/RTA/Depositories.
4. The Annual Report for the financial year 2024-25 along with the Notice of this AGM is available on the website of the Company at <https://steelcogujarat.com/> , website of Stock Exchange i.e., BSE Limited at www.bseindia.com and on the website of MUFG Intime India Private Limited (MUFG) [agency for providing the e-Voting facility].
5. As the AGM will be conducted through VC/OAVM, the facility for the appointment of Proxy by the Shareholders will not be available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
6. Institutional/Corporate Shareholders are requested to send a scanned copy (PDF format) of the certified Board Resolution authorising its representatives to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting, pursuant to the provisions of Section 113 of the Companies Act, 2013 at **secretarial@steelcogujarat.com**.
7. The Register of Shareholders and Share Transfer Books of the Company will remain closed from Saturday, 25th October, 2025 to Friday, 31st October, 2025 (both days inclusive).

8. The documents referred to in the accompanying Notice of the AGM and the Explanatory Statement will be available at the Registered Office of the Company for inspection without any fee on all working days except Saturday, during normal business hours (9.00 a.m.to 5.00 p.m.) up to date of AGM i.e. 31st October, 2025. During the AGM, the Register of Director and Key Managerial Personnel and their shareholding maintained under section 170 of the Act and the Register of Contracts or Arrangements in which Director are interested under section 189 of the Act will be available for inspection on the website of the Company www.steelcogujarat.com.
9. The Members whose name appears in register of members/beneficial owners as on the cut-off date i.e. Friday, 24th October, 2025 may cast their vote electronically through MUFG INTIME INDIA PRIVATE LIMITED ('MUFG') The remote e-voting period will be commence from Tuesday, 28th October, 2025 at 9.00 a.m will end on Thursday the 30th October, 2025 at 5:00 p.m. The Companies has also provided e-voting facilities during the AGM and up to fifteen minutes after conclusion of the meeting.
10. Members are requested to participate on first come first served basis, as participation through VC/OAVM is limited. Members can login and join 15 (fifteen) minutes prior to the scheduled time of the commencement of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the scheduled time. Participation is restricted up to 1000 members only. However, the participation of large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., will not be subject to restriction of first come first served basis.
11. The process for registration/updation, of the KYC details of the Shareholders such as name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), nominations, power of attorney, bank details is as mentioned below:
 - i) Shares held in physical mode: The members are requested to furnish PAN, KYC details, Signature verification and Nomination by submitting relevant form(s) available on the website of Company's Registrar & Share Transfer Agent, MUFG Intime India Private Limited at <https://web.in.mpms.mufg.com/KYC-downloads.html> and the website of the Company at www.steelcogujarat.com
 - ii) Shares held in dematerialized mode: The members are requested to update their email address or other details with their respective Depository Participants.
12. Shareholders holding shares in identical order of names in more than one folio, are requested to write to the Company or to the office of the Registrar & Share Transfer Agent, M/s. MUFG Intime India Private Limited ("formerly known as Link Intime India Private Limited"), C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083 enclosing their share certificate(s) to enable the Company to consolidate their holdings in one single folio

13. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('the Listing Regulations') read with clause 1.2.5 of Secretarial Standard - 2 issued by the Institute of Company Secretaries of India, the details required in respect of Director seeking appointment/reappointment at this AGM forms part of this Notice as 'Annexure-A'

14. Process and manner for shareholders opting for voting through electronic means:

- i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December, 2021, 5th May, 2022, 28th December, 2022, 25th September, 2023 and 19th September, 2024, the Company is providing facility of remote e-voting to its shareholders in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MUFG, as the authorized e-voting agency for facilitating voting through electronic means. The facility of casting votes by a shareholder using remote e-voting as well as e-voting system on the date of the AGM will be provided by MUFG.
- ii. Shareholders whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, October 24 2025, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a shareholder of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Friday, October 24 2025, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting system on the date of the AGM by following the procedure mentioned in this part.
- iv. The remote e-voting will commence on Tuesday, 28th October, 2025 at 9.00 a.m will end on Thursday the 30th October, 2025 at 5:00 p.m. During this period, the shareholders of the Company holding shares either in physical form or in demat form as on the Cut-off date. i.e. Friday, October 24 2025 may cast their vote electronically. The shareholders will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by MUFG thereafter.
- v. Once the vote on a resolution is cast by the Shareholder, he/she shall not be allowed to change it subsequently or cast the vote again.
- vi. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

- vii. The voting rights of the shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Friday, October 24 2025.
- viii. The Board of Directors of the Company has appointed Mr. Devesh Pathak, Practising Company Secretary (Membership No.: FCS- 4559), Proprietor, M/s Devesh Pathak & Associates, Vadodara, as the Scrutinizer, to scrutinize the voting during the AGM and remote e-Voting process in a fair and transparent manner

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.muvg.com> & click on “Login”.
- b) Select the “Company Name” and register with your following details:
- c) Select Check Box - **Demat Account No.** / **Folio No.** / **PAN**
- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - **Demat Account No.** and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box – **Folio No.** and enter the Folio Number registered with the company.
 - Shareholders shall select check box – **PAN** and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - **Mobile No.**: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
 - **Email ID.**: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- d) Click “Go to Meeting”
You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the company at least 7 days prior to the meeting mentioning their name, demat account number/folio number, email id, mobile number at cfo@sgl.ltd
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- c) Shareholders will receive “speaking serial number” once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- d) Other shareholder who has not registered as “Speaker Shareholder” may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- a) On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET
- c) Click on 'Submit'.
- d) After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
- e) Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
- f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “IDeAS Login Section”.
- b) Click on “Beneficial Owner” icon under “IDeAS Login Section”.
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
- c) Enter the last 4 digits of your bank account / generate ‘OTP’

- d) Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 2 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com & click on New System Myeasi Tab.
- Enter existing username, Password & click on "Login".
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- Proceed with updating the required fields for registration.
- Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

- Visit URL: <https://www.cdslindia.com>
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- Login to DP website
- After Successful login, user shall navigate through "e-voting" option.
- Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on "Login" under 'SHARE HOLDER' tab.
- Enter details as under:
 - User ID: Enter User ID
 - Password: Enter existing Password
 - Enter Image Verification (CAPTCHA) Code
 - Click "Submit".(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Follo no.</u> , registered with the Company

Shareholders not registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:
 - User ID: Enter User ID
 - PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Follo no.</u> , registered with the Company

the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders holding shares in **NSDL form**, shall provide 'D' above
 - Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).
Post successful registration, click on "**Login**" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on "Investor Mapping" tab under the Menu Section
- C. Map the Investor with the following details:

- 1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
- 2) 'Investor's Name - Enter Investor's Name as updated with DP.
- 3) 'Investor PAN' - Enter your 10-digit PAN.
- 4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".
- d) Enter "16-digit Demat Account No.".
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see "Notification for e-voting".
- c) Select "View" icon for "Company's Name / Event number".
- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding

securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Click “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Explanatory statement pursuant to Section 102(1) of the Act, setting out all material facts relating to the business mentioned in the accompanying Notice of the thirty-fifth AGM

Item No. 3

To appoint Mr. Ashok Kumar N. Shah (DIN: 06977676) as an Independent Director

Mr. Ashok Kumar Shah, aged about 70 years, completed his Graduation in Bachelor of Commerce and thereafter completed his Post Graduation Diploma in Tax Practice.

Mr. Shah has Rich Corporate experience of about 42 years mainly in the areas of Finance, Accounts, taxation, legal and commercial.

1. He was, Independent Director in Polymechplast Machines Limited, Vadodara as well as Chairman of Audit committee mainly reviewing Internal and Statutory Audit compliances, observations, guidance in relevant areas.
2. Presently, he is Finance Controller in Hi-Mak Pvt Ltd.– Since 2009 till date handling Finance, Accounts, HR, legal and other departments of the company.
3. He was Executive Director – SS Automation Pvt Ltd. Bangalore – Since 2014 to 2018 looking after observation, guidance, system development in Finance, Accounts and HR department.
4. He was Executive Director at Hemant Plastics and Chemicals Limited – Vadodara, looking after overall finance, accounts and all other legal matter which is un operational since last three years.
5. He was Senior Finance Manager with Enlightenment 99 Software Pvt Ltd. – Canada based International Recruitment Company from 2008 to 2011 looking after all Financial, Accounts and legal matter including international law and other matter.
6. He was Senior Finance and Account Manager at Polymechplast Machines Ltd.–from Nov. 1986 to May, 2008 Looking after all aspects for growing the company from Partnership to Public Limited Company.
7. He was Accounts Manager with Hagochi Chemicals Pvt Ltd. from June 1982 to October, 1987.

He has given his consent to act as an Independent director and is not disqualified from being appointed as a director in terms of Section 164 of the Companies Act, 2013 ('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. Ashok N. Shah is provided in the "Annexure-A" to the Notice, (i) Regulation 36 of LODR and (ii) Clause no. 1.25 of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.

He 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. Ashok Kumar Shah is a person of integrity, possessing the relevant expertise and experience, fulfilling the conditions specified in the Act and the rules framed there under and under the Listing Regulations 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 up to 31st October, 2025, being the date of Annual General Meeting.

Notices as required under section 160 of the Act, has been received from a member of the Company proposing his candidature as an Independent Director of the Company.

Accordingly on the recommendation of Nomination & Remuneration Committee recommended and seek your approval to the resolution as set out in agenda no. 3 of the accompanying notice by way of special Resolution even if he would attain seventy five years during his tenure keeping in view his experience and expertise as aforesaid.

Except Mr. Ashok kumar N. Shah, 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.

Item No. 4

To appoint Mr. Satish Kumar Panchal (DIN: 03106982) as an Independent Directors

Mr. Satish Kumar Panchal, aged about 61 years, completed his Graduation in the field of Environmental Engineering from the reputed Engineering College of Gujarat- L.D. College of Engineering Ahmedabad- Gujarat State -India.

After obtaining the Degree in B.E.-Environmental Engineering, Mr. Satish Panchal joined reputed Environmental Consultancy firm at New Delhi and worked there about three and half years. During that period, he worked for the TISCO- Tata Iron & Steel Company, Bhilai Steel Plant (SAIL- Steel Authorities of India Limited) as well as various Chemical plants across the North India for the overall Environmental Management issues.

Thereafter, Mr. Satish Panchal worked with largest Distillery, News Print & Paper, Soda ash as well as Petrochemicals plants in the Gujarat State from 1993 to 2010 in the different capacities and helped the organization to achieve the Statutory Norms for the Environmental, Health & Safety issues.

During 2005 Mr. Panchal joined with world Largest Refinery - KNPC - Kuwait National Petroleum Company at Kuwait as Environmental Engineer and worked there about a year for the overall Environmental Management of the Refinery.

During April 2010 Mr. Panchal joined with Effluent Channel Project Limited (Now: Vadodara Enviro Channel Limited) as CEO (Chief Executive Officer) and during April 2011, he was promoted as Managing Director of the Company by the Board of Directors.

After completion of 58 Years of age and extending the terms as Managing Director by the Board of Directors of Vadodara Enviro Channel Limited, Mr. Satish Panchal was superannuated during October 2022.

Backed by rich experience of over three decades, presently, he is an independent professional owning M/S Satsang Enviro Advisor engaged in rendering environmental consultancy/advisory.

Mr. Satish Kumar Panchal 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 Companies Act, 2013 ('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. Satish Kumar Panchal is provided in the "Annexure-A" to the Notice, pursuant to the provisions of (i) Regulation 36 of LODR and (ii) Clause no. 1.25 of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.

Mr. Satish Kumar Panchal 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. Satish Kumar Panchal is a person of integrity, possessing the relevant expertise and experience, fulfilling the conditions specified in the Act and the rules framed there under and 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 20th September, 2025, being the date of Annual General Meeting.

Notices as required under section 160 of the Act, has been received from a member of the Company proposing his candidature of Mr. Satish Kumar Panchal as Independent Director of the Company.

Accordingly, your Directors on the recommendation of Nomination & Remuneration recommended and seek your appointment to the resolution as accompany in item no.04 the accompanying notice by way of Special Resolution.

Except Mr. Satish Kumar Panchal, 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.

Item No. 5

To appoint M/s. Devesh Pathak & Associates, Practising Company Secretaries as a Secretarial Auditor of the Company and fix the remuneration

M/s. Devesh Pathak & Associates, Practising Company Secretaries, Vadodara provide professional services for corporate planning and compliances including advisory and certification services, corporate actions, representation before various regulatory authorities, scrutinizers, trademarks services, liquidator for voluntary liquidation etc. The firm holds a valid peer review certificate issued by The Institute of Companies Secretaries of India ('ICSI'). CS Mr. Devesh Pathak, the founder of the firm is a Fellow Member of ICSI and Registered Insolvency Professional having extensive experience of over 4 decades mainly in corporate laws.

The Board of Directors, on the recommendation of the Audit Committee has recommended the appointment of M/s. Devesh Pathak & Associates, as the Secretarial Auditors of the Company for a term of five consecutive years commencing from Financial Year 2025-26 upto 2029-30 pursuant to Regulation 24A of LODR read with section 204 of ('the Act') and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 at a remuneration of Rs. 2,40,000/- plus taxes as applicable and out of pocket expenses for the year 2025-26 as may be actually agreed between the Board and the Secretarial Auditors for subsequent years.

The remuneration of their term shall be determined on the basis of recommendation of the Audit Committee and as approved by the Board of Directors of the Company.

The Audit Committee and the Board of Directors have considered multifarious exposure and pretty long experience including audit experience of the firm and their founder.

They have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under the Act, and LODR as well as that they are not disqualified to be appointed as statutory auditor in terms of the provisions of the Companies Act and the rules or regulations made thereunder. As required under LODR, they have confirmed that they hold a valid certificate issued by the Peer Review Board of ICSI.

Accordingly, the Board recommends and seeks your approval to the resolution as set out in item no. 5 of the accompanying notice in respect of appointment of M/s. Devesh Pathak & Associates, Practising Company Secretaries, a Peer-Reviewed Firm by way of Ordinary Resolution.

None of the Directors/Key Managerial Personnel or their relatives shall be deemed to be concerned or interested financially or otherwise in the resolution.

Place: Vadodara
Date 06th October, 2025

By Order of the Board of Directors of
Steelco Gujarat Limited
Sd/-
Parag Dave
Company Secretary & Compliance Officer

Annexure-A

Details under Regulation 36(3) of the Listing Regulations and clause no.1.2.5 of Secretarial Standard issued by the Institute of Company Secretaries of India in respect of Directors seeking appointment/reappointment:

Name of Director and DIN	Mr. Anoop Kumar Saxena [DIN 10311727]	Mr. Ashok Kumar N. Shah (DIN: 06977676)	Mr. Satish Kumar Panchal (DIN: 03106982)
Date of Birth	06/12/1965	23/07/1954	15/02/1964
Age	60	71	61
Nationality	India	India	India
Qualification	B.Tech Mechanical	Bachelor of Commerce Post Graduation Diploma in Tax Practice	B.E.-Environmental Engineering
Designation	Managing Director	Independent Director	Independent Director
Expertise in Specific Functional Areas	Impacting organizational profitability through effective strategic & tactical management decisions, business growth & strategy, new plant set up & peoples management	Finance, Accounts, taxation, legal and commercial	Environmental Engineering
Date of first Appointment	25/10/2023	15/04/2024	15/04/2024
Relationship with other Directors and Key Managerial Personnel of the Company	NA	NA	NA
Name of other Companies in which he holds Directorship	NA	Hemant Plastics and Chemicals Limited	NA
Chairmanship/ Membership of Committees of other Board	Member of Audit Committee	- Chairman of Audit Committee - Chairman of Stakeholder Relationship Committee - Member of Nomination and Remuneration Committee	- Member of Audit Committee - Member of Stakeholder Relationship Committee - Chairman of Nomination and Remuneration Committee

			-
Number of Shares held in the Company.	NA	NA	NA
Terms of appointment along with details of remuneration sought to be paid and the drawn by such person, if applicable	Re-appointment as Retiring Director	Mr. Ashok Kumar N. Shah [DIN: 06977676] is appointed as an Independent Director for the second term of five years w.e.f. April 15, 2026, to April 14, 2031 subject to the approval of shareholders and will be entitled to sitting fees for attending Board Meetings or Committee Meetings, as the case may be.	Mr. Satish Kumar Panchal [DIN: 03106982] is appointed as an Independent Director for the second term of five years w.e.f. April 15, 2026, to April 14, 2031 subject to the approval of shareholders and will be entitled to sitting fees for attending Board Meetings or Committee Meetings, as the case may be.
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	NA	NA	NA
Justification for re-appointment.	Keeping in view of his experience and expertise as aforesaid	Keeping in view of his experience and expertise as aforesaid	Keeping in view of his experience and expertise as aforesaid