

GIL/GKP/2025-26  
September 4, 2025

**BSE Limited**  
Floor 25, P.J. Towers,  
Dalal Street,  
Mumbai – 400 001  
Scrip Code: 532726

**National Stock Exchange of India Limited**  
“EXCHANGE PLAZA”  
Bandra – Kurla Complex, Bandra (East),  
Mumbai – 400 051  
Symbol: GALLANTT

Dear Sir/Madam,

**SUB: NOTICE OF 21<sup>ST</sup> ANNUAL GENERAL MEETING, BOOK CLOSURE AND E-VOTING**

**NOTICE is hereby given that the 21<sup>st</sup> Annual General Meeting (AGM) of the Members of the Company will be held on Saturday, September 27, 2025 at 11:30 A.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).**

Notice of the Meeting setting out the businesses to be transacted thereat and the Annual Report for the year ended March 31, 2025 has been sent through email to the Members whose email addresses have been registered with the Company/ Depositories in accordance with the General Circular No. 20/2020 dated May 05, 2020, 10/2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and other applicable circulars issued by the Ministry of Corporate Affairs (collectively referred to as “MCA Circulars”) and Circular No. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 read with Circular Nos. SEBI/HO/DDHS/P/CIR/2023/0164 dated 6th October, 2023, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (collectively referred to as “SEBI Circulars”).

The Annual Report for the financial year 2024-25 and AGM Notice is available and can be downloaded from the Company’s website at [www.gallantt.com](http://www.gallantt.com), website of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com); NSE at [www.nseindia.com](http://www.nseindia.com) and the website of National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

Further, the Board of Directors, at their meeting held on May 21, 2025, has, inter alia, recommended a dividend of Rs. 1.25 (12.5%) per equity share of face value of Rs. 10/- each for the Financial Year ended 31 March, 2025, to the Members of the Company for their approval at the 21<sup>st</sup> AGM.

**NOTICE** is also hereby given pursuant to Section 91 of the Companies Act, 2013 read with applicable Rules and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the Register of Members and Share Transfer Book of the Company shall remain closed from **Monday, September 22, 2025 to Saturday, September 27, 2025 (both days inclusive)** for the purpose of determining the Members eligible to receive the aforesaid dividend.

**GALLANTT ISPAT LIMITED**

CIN: L27109UP2005PLC195660

Registered Office & Gorakhpur Unit: Gorakhpur Industrial Development Authority (GIDA),  
Sahjanwa, Gorakhpur - 273209, Uttar Pradesh

Tele-fax: 0551 3515500, E-mail: [csgml@gallantt.com](mailto:csgml@gallantt.com), Website: [www.gallantt.com](http://www.gallantt.com)

Gujarat Unit: Survey No. 175/1, Near Toll Gate, Samakhlyali, Bhachau, Distt. Kutch - 370150, Gujarat

The aforesaid dividend, if declared by the Members at the 21<sup>st</sup> AGM, will be paid subject to deduction of income tax at source ('TDS'). The dividend on Equity Shares, if approved by the Members, will be credited/despached within 30 days from the conclusion of AGM, to those Members whose names shall appear in the Register of Members of the Company as on the close of business hours on **Friday, September 12, 2025 (Record Date)**, and in respect of the shares held in dematerialized form, the dividend will be paid to Members whose names are furnished by NSDL and Central Depository Services (India) Limited as beneficial owners as on the Record Date.

Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI, (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing its members facility to exercise their right to vote on resolutions proposed to be passed in the 21<sup>st</sup> AGM of the Company. The Company is providing remote e-voting facility to all its Members to cast their votes on all resolutions set out in the Notice of the AGM. Additionally, the Company is providing facility of voting through e-voting system during the AGM. The Company has engaged the services of National Securities Depository Limited (NSDL) as the agency to provide e-voting facility.

- A. The communication relating to remote e-voting inter alia containing User ID and password along with the Notice convening the meeting, has been sent to the members. The Notice of the Meeting is also available on the website of the Company at [www.gallantt.com](http://www.gallantt.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on the website of the Stock Exchanges on which the Equity Shares of the Company are listed.
- B. **The remote e-voting facility shall commence on Wednesday, September 24, 2025 (9:00 am) and ends on Friday, September 26, 2025 (5:00 pm).** The remote e-voting module shall be disabled for voting thereafter.
- C. A person, whose name appears in the Register of Members / Beneficial owners as on the **cut-off date i.e. September 20, 2025** only shall be entitled to avail the facility of remote e-voting as well as voting during the meeting.
- D. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or [csgml@gallantt.com](mailto:csgml@gallantt.com)
- E. The members who have cast their vote by remote e-voting may join the meeting through VC / OAVM but shall not be entitled to cast their vote again.
- F. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast 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 system during the AGM.
- G. The detailed procedure for remote e-voting, e-voting during the time of AGM and participation in the AGM through VC/OAVM is provided in the Notice of the AGM.

## GALLANTT ISPAT LIMITED

CIN: L27109UP2005PLC195660

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Gujarat Unit: Survey No. 175/1, Near Toll Gate, Samakhya, Bhachau, Distt. Kutch - 370150, Gujarat

In case of any query / grievances relating to the voting by electronic means, the Members / Beneficial Owners may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL by email at [evoting@nsdl.com](mailto:evoting@nsdl.com) or call at 022 - 4886 7000.

**Brief information of 21<sup>st</sup> AGM is as follows:**

Sr. No.	Particulars	Details
1.	Day, Date and Time of AGM	Saturday, September 27, 2025 at 11:30 A.M.
2.	Venue of AGM	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").
3.	E-voting Start Date and Time	Wednesday, September 24, 2025 (9.00 A.M.)
4.	E-voting End Date and Time	Friday, September 26, 2025 (5:00 pm)
5.	Cut-off Date for eligible shareholders entitled to vote	Saturday, September 20, 2025
6.	Dividend Declaration	Dividend of Rs. 1.25 (12.5%) per equity share of face value of Rs. 10/- each for the financial year ended March 31, 2025.
7.	Record Date for Dividend	Friday, September 12, 2025
8.	Book Closure Start and End Date	Monday, September 22, 2025 to Saturday, September 27, 2025 (both days inclusive)

Thanking you,

Yours faithfully,

**For GALLANTT ISPAT LIMITED**

Nitesh Kumar  
(CS & COMPLIANCE OFFICER)  
M. No. F7496

Encl: As above

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Gujarat Unit: Survey No. 175/1, Near Toll Gate, Samakhyali, Bhachau, Distt. Kutch - 370150, Gujarat

## NOTICE

FY 2024-25

**Notice is hereby given that the Twenty-First Annual General Meeting of GALLANTT ISPAT LIMITED (CIN: L27109UP2005PLC195660) will be held on Saturday, September 27, 2025 at 11:30 A.M. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), to transact the following businesses:**

### ORDINARY BUSINESSES:

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, the Audited Consolidated Financial Statements of the Company for the said financial year and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Dinesh R. Agarwal (DIN: 01017125), who retires by rotation at this Annual General Meeting in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3. To declare a final dividend @ 12.5% i.e. Rs. 1.25/- per equity share of face value of Rs. 10/- each fully paid-up for the financial year ended March 31, 2025.

### SPECIAL BUSINESSES:

4. **To approve the re-appointment of Mr. Chandra Prakash Agrawal (DIN: 01814318) as the Chairman and Managing Director of the Company for a period of 5 (Five) years and in this regard if thought fit, to pass the following resolution as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force) and applicable Securities and Exchange Board of India Regulations (including any statutory modifications, amendments or re-enactments thereof for the time being in force), and in accordance with the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and such other approvals, permissions and sanctions, consent of the Company be and is hereby accorded to the re-appointment of Mr. Chandra Prakash Agrawal (DIN: 01814318), attaining the age of 70 (Seventy) Years, not liable to retire by rotation, as the Chairman and Managing Director of the Company for a period of 5 (Five) years effective from September 01, 2025 on the terms and conditions including remuneration set out in the agreement dated May 21, 2025 entered into between the Company and Mr. Chandra Prakash Agrawal with specific authority to the Board of Directors to vary the terms and conditions of appointment including remuneration payable to Mr. Chandra Prakash Agrawal provided that the remuneration payable to Mr. Chandra Prakash Agrawal shall not exceed the maximum limits for payment of managerial remuneration specified in the Companies Act, 2013."

**"RESOLVED FURTHER THAT** approval be and is hereby accorded to the remuneration, perquisites, benefits and amenities payable as per the terms and conditions of the agreement entered into by Mr. Chandra Prakash Agrawal with the Company for the aforesaid appointment and as set out in the statement annexed to the notice including the following:

**Salary: -** At the rate of ₹ 6,00,000/- (Rupees Six Lakhs Only) per month from September 01, 2025 in the scale of ₹ 6,00,000 – ₹ 25,000 – ₹ 7,25,000/- with provision for annual increment of ₹ 25,000/- from the beginning of the Financial Year i.e. April 01, 2026.

**Perquisites:-** He will be entitled to reimbursement of medical expenses and leave travel concession for self and family, club fees & premium for medical/accidental insurance subject to maximum amount not exceeding ₹ 5,00,000/- in a financial year. For the purpose of calculating the ceiling, the perquisites shall be evaluated as per Income Tax Rules, 1961.

**Others:-** Use of car for Company's business, telephone and other communication facilities at residence/ other places, reimbursement of travelling, entertainment and all other expenses for the purpose of business incurred by him shall not be treated as perquisites.

**Commission:** - No commission shall be paid.

**Minimum Remuneration:** - The above salary will be payable to the Managing Director even in case of loss or inadequacy of profits in respect of any financial year during his tenure of office in compliance with Schedule V to the Companies Act, 2013.

**Sitting Fees:-** The Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

**Gratuity and encashment of leave:-** He will be entitled to gratuity and encashment of leave as per rules of the Company.

**“RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company will pay Mr. Chandra Prakash Agrawal any remuneration, perquisites, benefits and amenities not exceeding the ceiling laid down in Schedule V of the Companies Act, 2013 as may be decided by the Board of Directors, subject to necessary sanctions and approvals.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to alter and/or vary the terms and conditions of the said appointment and/or enhance, enlarge, alter or vary the scope and quantum of remuneration, perquisites, benefits and amenities payable to Mr. Chandra Prakash Agrawal in the light of further progress of the Company which shall be in accordance with the prescribed provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force).”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto.”

**5. To approve the re-appointment of Mr. Dinesh R. Agarwal (DIN: 01017125) as the Whole-time Director of the Company for a period of 5 (Five) years and in this regard if thought fit, to pass the following resolution as a Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force) and applicable Securities and Exchange Board of India Regulations (including any statutory modifications, amendments or re-enactments thereof for the time being in force), and in accordance with the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and such other approvals, permissions and sanctions, consent of the Company be and is hereby accorded to the re-appointment of Mr. Dinesh R. Agarwal (DIN: 01017125), liable to retire by rotation, as the Whole-time Director of the Company for a period of 5 (Five) years effective from November 01, 2025 on the terms and conditions including remuneration set out in the agreement dated May 21, 2025 entered into between the Company and Mr. Dinesh R. Agarwal with specific authority to the Board of Directors to vary the terms and conditions of appointment including remuneration payable to Mr. Dinesh R. Agarwal provided that the remuneration payable to Mr. Dinesh R. Agarwal shall not exceed the maximum limits for payment of managerial remuneration specified in the Companies Act, 2013.”

**“RESOLVED FURTHER THAT** approval be and is hereby accorded to the remuneration, perquisites, benefits and amenities payable as per the terms and conditions of the agreement entered into by Mr. Dinesh R. Agarwal with the Company for the aforesaid appointment and as set out in the statement annexed to the notice including the following:

**Salary:** - At the rate of ₹ 6,00,000/- (Rupees Six Lakhs Only) per month from November 01, 2025 in the scale of ₹ 6,00,000 – ₹ 25,000 – ₹ 7,25,000/- with provision for annual increment of ₹ 25,000/- from the beginning of the Financial Year i.e. April 01, 2026.

**Perquisites:-** He will be entitled to reimbursement of medical expenses and leave travel concession for self and family, club fees & premium for medical/accidental insurance subject to maximum amount not exceeding ₹ 5,00,000/- in a financial year. For the purpose of calculating the ceiling, the perquisites shall be evaluated as per Income Tax Rules, 1961.

**Others:-** Use of car for Company's business, telephone and other communication facilities at residence/ other places, reimbursement of travelling, entertainment and all other expenses for the purpose of business incurred by him shall not be treated as perquisites.

**Commission: -** No commission shall be paid.

**Minimum Remuneration: -** The above salary will be payable to the Whole-time Director even in case of loss or inadequacy of profits in respect of any financial year during his tenure of office in compliance with Schedule V to the Companies Act, 2013.

**Sitting Fees:-** The Whole-time Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

**Gratuity and encashment of leave:-** He will be entitled to gratuity and encashment of leave as per rules of the Company.

**"RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company will pay Mr. Dinesh R. Agarwal remuneration, perquisites, benefits and amenities not exceeding the ceiling laid down in Schedule V of the Companies Act, 2013 as may be decided by the Board of Directors, subject to necessary sanctions and approvals."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to alter and/or vary the terms and conditions of the said appointment and/or enhance, enlarge, alter or vary the scope and quantum of remuneration, perquisites, benefits and amenities payable to Mr. Dinesh R. Agarwal in the light of further progress of the Company which shall be in accordance with the prescribed provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force)."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto."

**6. To approve the re-appointment of Mrs. Nishi Agrawal (DIN: 08441260) as an Independent Director of the Company for a second term of 5 (Five) consecutive years and in this regard if thought fit, to pass the following resolution as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), and Articles of Association of the Company, Mrs. Nishi Agrawal (DIN: 08441260), who was appointed as an Independent Director and who holds the office of Independent Director up to November 03, 2025 and who meets the criteria for Independence and being eligible for re-appointment be and is hereby re-appointed as an Independent Director, not liable to retire by rotation, on the Board of the Company for second term of 5 (Five) consecutive years effective from November 04, 2025 till November 03, 2030."

**"RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mrs. Nishi Agrawal be paid such fees and remuneration as the Board of Directors of the Company may approve from time to time and subject to such limits, prescribed or as may be prescribed under relevant statutory provisions from time to time."

**“RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary be and are hereby authorized to do all other acts, deeds and things as may be necessary in this regard.”

**7. To approve the appointment of Secretarial Auditors for a period of 5 (Five) consecutive years and fixation of remuneration and in this regard if thought fit, to pass the following Resolution as an Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by Notification No. SEBI/LAD-NRO/GN/2024/218 of SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, upon the recommendation of the Audit Committee, Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Anurag Fatehpuria, Peer Reviewed Practicing Company Secretary, (Peer Review No. 3367/2023, Membership No. A34471 and Certificate of Practice No. 12855) be and is hereby appointed as the Secretarial Auditors of the Company, to conduct the Secretarial Audit of 5 (five) consecutive financial years from 2025-26 to 2029-30, at such remuneration (excluding applicable taxes and out-of-pocket expenses) and on such terms and conditions as may be fixed/ revised by the Board of Directors of the Company, based on the recommendation of the Audit Committee and Nomination and Remuneration Committee.”

**“RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary, be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**8. To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2026 and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

**“RESOLVED THAT** pursuant to Section 148 of the Companies Act, 2013 and Companies (Cost Records and Audit) Rules, 2014, M/s. U. Tiwari & Associates, Cost Accountants having its Office at # G-2503, The Jewel of Noida, DASNAC Plot No. 14, Sector 75 Noida, ECO City Near Sector 50 Metro Station-NOIDA UP PIN-201301, NOIDA (Gautam Buddha Nagar)- DELHI NCR be and are hereby appointed as Cost Auditors of the Company to conduct audit of cost accounting records maintained by the Company for Steel and other Plant of the Company for the financial year ending on March 31, 2026 at a remuneration of Rs. 1,00,000 (Rupees One Lakh Only) plus Service Tax and out-of-pocket expenses.”

**“RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary, be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

For **Gallantt Ispat Limited**

Date: May 21, 2025  
Place: Gorakhpur

**Nitesh Kumar**  
(Company Secretary)  
M. No. F7496

**Notes:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), setting out the material facts relating to the resolutions in respect of special businesses under Item Nos. 4, 5, 6, 7 and 8 and relevant information of the Director proposed to be appointed/ re-appointed at the Meeting, as required under Regulation 36(3) SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") in the Notice is annexed hereto and forms part of this Notice.
2. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, Companies are allowed to hold Annual General Meeting (AGM) through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
3. Pursuant to the provisions of Section 105 of the Companies Act 2013, a Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of him/ her and the proxy need not be a Member of the Company. Since the 21<sup>st</sup> AGM is being held pursuant to the MCA and SEBI Circulars, through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, in line with the MCA and SEBI Circulars, the facility for appointment of proxies by the Members will not be available for the 21<sup>st</sup> AGM and hence the Proxy Form and Attendance Slip are not annexed to this notice.

However, in pursuance of Section 113 of the Companies Act, 2013 and Rules framed thereunder, the corporate members are entitled to appoint authorized representatives for the purpose of voting through remote e-Voting or for the participation and e-Voting during the AGM, through VC or OAVM. Institutional Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Power of Attorney / appropriate authorization letter together with attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at [af2011@rediffmail.com](mailto:af2011@rediffmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com)

4. Since the AGM will be held through VC or OAVM, no Route Map is being provided with the notice.
5. In case of Joint-holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
6. **Dispatch of Annual Report through E-mail**

In compliance with the aforesaid MCA and SEBI Circulars, electronic copy of the Annual Report for the financial year 2024-25 and notice of the 21<sup>st</sup> AGM of the Company, inter alia, indicating the process and manner of e-voting will be sent only through electronic mode to all the Members whose email IDs are registered with the Company's Registrar and Share Transfer Agent (RTA) / Depository Participants (DPs) for communication purposes, as the requirement of sending the hard copies of Annual Report and notice of AGM has been dispensed with. Members may note that the notice and Annual Report will also be available on the Company's website [www.gallantt.com](http://www.gallantt.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of the e-Voting service provider, National Securities Depository Limited (NSDL), viz., [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

Further, a letter stating the web-link for availability of Annual Report at the website of the Company will be sent to those shareholders whose email id's are not registered with the Company/ Registrar and Share Transfer Agent/Depository Participant(s).

7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue of voting on the date of the AGM will be provided by NSDL.
9. Members are requested to note that, in terms of Sections 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Also, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company to the Investor Education and Protection Fund. Therefore, Members, who have not yet encashed their dividend in relation to final dividend declared by the Company for the financial year ended March 31, 2018 and March 31, 2019 are requested to make their claim to the Company's RTA i.e. Niche Technologies Private Limited immediately.

Since, erstwhile Gallantt Ispat Limited has now amalgamated with Gallantt Metal Limited (now name changed to Gallantt Ispat Limited) all details of unpaid and unclaimed dividend amount and compulsory transfer of Equity Shares and Dividend amount lying unclaimed for 7 consecutive years to Investor Education and Protection Fund (IEPF) shall be maintained and looked after by the Company.

Unclaimed and unpaid dividend in relation to final dividend declared by erstwhile Transferor Company Gallantt Ispat Limited (L27109DL2005PLC350523) for the financial years ended March 31, 2018 as well as Interim Dividend declared during the financial year 2018-2019 are lying in Unpaid Dividend Accounts of the Company. Therefore, Members, who have not yet encashed their dividend for the said financial years are requested to make their claim to the Company's RTA i.e. Niche Technologies Private Limited (Niche) immediately.

10. As per Rule 5 of IEPF Rules, information containing the names, DP-Id Client-Id/Folio number and the last known addresses of the persons entitled to receive the sums lying in the account referred to in Section 125 (2) of the Act, nature of the amount, the amount to which each person is entitled, due date for transfer to IEPF, etc. is provided by the Company on its website [www.gallantt.com](http://www.gallantt.com) and on the website of the IEPF Authority. The concerned members are requested to verify the details of their unclaimed dividend, if any, from the said websites and lodge their claim with the Company's RTA, before the unclaimed dividends are transferred to the IEPF.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, to their DPs in case shares are held in electronic form or to Company's RTA i.e. Niche Technologies Private Limited (Niche) in case shares are held in physical form.
12. Members may avail the facility of nomination by nominating a person to whom their shares in the Company shall vest in the event of their death. The prescribed Form can be obtained from the Company's RTA. Members are requested to submit the said details to their DPs in case the shares are held in electronic form and to Niche in case the shares are held in physical form.

13. Members who hold shares in physical form in multiple folios in identical names or joint names in the same order of names are requested to send the share certificates to the Company's RTA i.e. Niche for consolidation into single folio.
14. Securities and Exchange Board of India ("SEBI") has mandated that, no share can be transferred, transmitted and transposed in physical mode. Hence, the Company has stopped accepting any fresh lodgement of transfer, transmission and transposition of shares in physical form. In view of this, Members holding shares in physical form are requested to get their shares dematerialized at the earliest. Members can contact the Company or the Company's RTA i.e. Niche for assistance in this regard.
15. The SEBI has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA i.e. Niche.
16. In keeping with the Ministry of Corporate Affairs' Green Initiative measures, the Company hereby requests the Members who have not registered their e-mail addresses so far, to register their email addresses with their DPs in case shares are held by them in electronic form and with the Company's RTA i.e. Niche in case shares are held by them in physical form for receiving all communication including annual report, notices, circulars etc. from the Company electronically. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.

17. **Declaration of Dividend**

**The Board of Directors at its meeting held on May 21, 2025 recommended the payment of Final Dividend of ₹ 1.25/- per equity share of face value of ₹ 10/- each fully paid, subject to approval of members at the AGM. The Board of Directors of the Company has fixed Friday, September 12, 2025 as the record date for the purpose of ascertaining the eligibility of shareholders whose names are furnished by the Depositories, viz. National Securities Depositories Limited and Central Depository Services (India) Limited as Beneficial Owners as on that date. The final dividend, once approved by the members in the ensuing AGM, will be paid within the stipulated timeline prescribed by the Companies Act, 2013.**

18. In accordance with the provision of Income Tax Act, 1961, as amended by the Finance Act, 2020, dividend paid or distributed by a Company on or after April 01, 2020, shall be taxable at the hands of shareholders. The Company is required to deduct TDS from dividend paid to the shareholders at the applicable tax rates, if approved at the AGM of the Company. The rate of TDS would depend upon the category and residential status of the members.
19. SEBI vide its Circular No. SEBI/HO/MIRSD/ DOP1/CIR/P/2018/73 dated April 20, 2018 has mandated that for making dividend payments, Companies whose securities are listed on the stock exchanges shall use electronic clearing services (local, regional or national), direct credit, real time gross settlement, national electronic funds transfer etc. The Company and its Registrar and Share Transfer Agent are required to seek relevant bank details of members from depositories/ investors for making payment of dividends in electronic mode. Further, pursuant to MCA General Circular No. 20/2020 dated May 05, 2020, Companies are directed to credit the dividend of the members directly to the bank accounts of the members using Electronic Clearing Service. Hence, the Members are requested to furnish/ update their bank account name & branch, bank account number and account type along with other core banking details such as MICR (Magnetic Ink Character Recognition), IFSC (Indian Financial System Code) etc. at the earliest with their Depository Participants (DPs) in case shares are held in electronic form or with the Registrar and Share Transfer Agent of the Company (R&T Agent) in case the shares are held in physical form. In case of non-availability or non-updation of bank account details of the shareholders, the Company shall ensure payment of dividend to such member vide dispatch of dividend warrant/ cheque, as the case may be.

20. SEBI vide its Master Circular No. SEBI/HO/ MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024 and Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, has mandated that with effect from April 01, 2024, dividend to security holders who are holding securities in physical form, shall be paid only through electronic mode. Such payment shall be made only after the shareholders furnish their PAN, contact details (postal address with PIN and mobile number), Bank Account details & Specimen Signature ("KYC").
21. SEBI vide circular no. SEBI/HO/OIAE/ OIAE\_ IAD- 1/P/CIR/2023/135 dated August 4, 2023 has further clarified that the investor shall first take up his/her/ their grievance with the Market Participant (Listed Companies, specified intermediaries, regulated entities) by lodging a complaint directly with the concerned Market Participant. If the grievance is not redressed satisfactorily, the investor may, escalate the same through the SCORES Portal [https:// scores.gov. in/scores/Welcome.html](https://scores.gov.in/scores/Welcome.html) in accordance with the process laid out. After exhausting the above options for resolution of the grievance, if the investor is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal. The SMART ODR Portal can be accessed at: <https://smartodr.in/login>.
22. **The remote e-voting facility will be available during the following voting period: i.e. Commencement of remote e-voting: From 9.00 a.m. IST of Wednesday, September 24, 2025. ii. End of remote e-voting: Up to 5.00 p.m. IST of Friday, September 26, 2025.**
23. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. September 20, 2025 (Saturday) may cast their vote through remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter and the facility will be blocked forthwith.
24. The Register of Members and Transfer Books of the Company will be closed from Monday, September 22, 2025 to Saturday, September 27, 2025 (both days inclusive).
25. All relevant documents referred to in the Explanatory Statement would be made available for inspection at the registered office of the Company on all working days between 11:00 a.m. to 1:00 p.m. except on Saturdays, Sundays and holidays, up to the date of AGM.
26. The Board of Directors has appointed Mr. Anurag Fatehpuria (M.N. 34471/ COP 12855), Practicing Company Secretary as the "Scrutinizer" for the purpose of scrutinizing the process of remote e-voting and e-voting system at the Meeting in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of the Meeting, count the votes cast at the Meeting and thereafter, unblock the votes cast through remote e-Voting in presence of at least two witnesses not in employment of the Company and submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, not later than 48 hours after the conclusion of the Meeting. Thereafter, the Results of e-Voting shall be declared forthwith by the Chairman or by any other director/ person duly authorised in this regard. The Results declared along with the Report of the Scrutinizer shall be placed on the Company's website ([www.gallantt.com](http://www.gallantt.com)) and on the e-Voting website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) immediately after the results are declared and shall simultaneously be communicated to the Stock Exchanges where the equity shares of the Company are listed. The results declared along with the said Report shall also be made available for at least 3 days on the notice Boards of the Company at its Registered Office of the Company in Gorakhpur, Uttar Pradesh.
27. **INSTRUCTION FOR MEMBERS FOR REMOTE E-VOTING AND JOINING THE AGM THROUGH VC/OAVM ARE AS UNDER:-**

The remote e-voting period begins on Wednesday, September 24, 2025 at 9:00 A.M. and ends on Friday, September 26, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 20, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, September 20, 2025.

**PROCEDURE AND INSTRUCTIONS FOR E-VOTING**

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -**

**How do I vote electronically using NSDL e-Voting system?**

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 and joining virtual meeting for Individual shareholders holding securities in demat mode**

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 on “e-Voting facility provided by Listed Companies”, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories / DPs in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs 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"> <li>1. For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 or joining virtual meeting &amp; voting during the meeting.</li> <li>2. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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 redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a 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</li> </ol>

	<p>(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 or joining virtual meeting &amp; voting during the meeting.</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 data-bbox="771 649 1177 893" style="text-align: center;"> <p>NSDL Mobile App is available on</p>  </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com / myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System My Easi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress and also be able to directly access the systems of all e-voting service providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>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 or joining virtual meeting &amp; voting during the meeting.</p>

**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.**

<b>Login Type</b>	<b>Helpdesk Details</b>
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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting and joining virtual meeting 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 one-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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.co.in](mailto:evoting@nsdl.co.in) 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 and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
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 [af2011@rediffmail.com](mailto:af2011@rediffmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com).

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. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. September 20, 2025 may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the notice and holding shares as of the cut-off date i.e. September 20, 2025 may follow steps mentioned in the notice of the AGM under Step 1: "Access to NSDL e-Voting system" (Above).
3. 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](http://www.evoting.nsdl.com) to reset the password.
4. 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](http://www.evoting.nsdl.com) or call on 022-48867000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.com](mailto: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:**

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 [csgml@gallantt.com](mailto:csgml@gallantt.com)

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 [csgml@gallantt.com](mailto:csgml@gallantt.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

Alternatively, shareholders/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

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.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM 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 system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who wish to express their views/opinion/ask questions during the meeting may register themselves as a speaker. The shareholders may send their request mentioning their name, demat account number/folio number, email id, mobile number at [csgml@gallantt.com](mailto:csgml@gallantt.com) between Saturday, September 20, 2025 (9.00 a.m. IST) and Friday, September 26, 2025 (5.00 p.m. IST). The same will be replied by the Company suitably.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/opinion/ask questions during the meeting.
7. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
8. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
9. Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Senior Manager, NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com) or call on 022-48867000
28. Members are requested to contact the Company's RTA, Niche Technologies Private Limited having office at 7<sup>th</sup> Floor, Room, No. 7A & 7B, 3A, Auckland Rd, Elgin, Kolkata, West Bengal - 700017. Tel.: (033) 2280 6616 / 17 / 18 Email id: [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com); Website: [www.nichetechpl.com](http://www.nichetechpl.com) for reply to their queries/ redressal of complaints, if any, or contact Mr. Nitesh Kumar, Company Secretary at the Registered Office of the Company (Phone No.: +91-0551 3515500; Email: [csgml@gallantt.com](mailto:csgml@gallantt.com)).

29. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, 2013 read with Rules issued thereunder will be made available electronically for inspection by the Members during the Meeting. All documents referred to in the notice will also be available for electronic inspection from the date of circulation of this notice up to the date of AGM. Also, the notice for this 21<sup>st</sup> AGM along with requisite documents and the Annual Report for the financial year 2024-25 shall also be available on the Company's website [www.gallantt.com](http://www.gallantt.com). Members seeking to inspect such documents can send an email to [csgml@gallantt.com](mailto:csgml@gallantt.com)
30. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the notice of the Meeting and holding shares as of the cut-off date i.e. September 20, 2025, needs to refer the instruction above regarding login ID and password and may contact the Company or RTA for any query or assistance in this regard. Any person who is not a Member as on the cut-off date should treat this notice for information purposes only.
31. A person who is not a member as on the cut-off date, i.e., Saturday, September 20, 2025 should treat this notice for information purpose only.
32. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM through VC/OAVM but shall not be entitled to cast their vote again or change it subsequently.

For **Gallantt Ispat Limited**

Date: May 21, 2025  
Place: Gorakhpur

**Nitesh Kumar**  
(Company Secretary)  
M. No. F7496

### Explanatory statement pursuant to the provisions of Section 102 of the Companies Act, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying notice:-

#### ITEM NO. 4

#### **To approve the re-appointment of Mr. Chandra Prakash Agrawal (DIN: 01814318) as the Chairman and Managing Director of the Company for a period of 5 (Five) years.**

The tenure of Mr. Chandra Prakash Agrawal as Chairman and Managing Director is upto August 31, 2025. Subject to the approval of the Shareholders in the next General Meeting, the Board of Directors have at their Meeting held on May 21, 2025, pursuant to the approval of the Nomination and Remuneration Committee and Audit Committee, approved the re-appointment of Mr. Chandra Prakash Agrawal as Chairman and Managing Director of the Company for a period of 5 (Five) years effective from September 01, 2025.

He is a Bachelor of Commerce from Gorakhpur University having multifunctional experience of more than 35 (Thirty-Five) years. He is very well versed in all aspects of marketing, finance, costing, technical matters and administration. In his term of office spanning 20 (Twenty) years, Mr. Chandra Prakash Agrawal has contributed extensively towards the growth of the Company and has been actively responsible for the installation, implementation and functioning of units of the project of the Company and attainment of the highest standards of quality. By focussing on key areas such as Finance, SAP implementation, Value Engineering, Process Documentation, Environment Health and Safety measures, he has significantly strengthened the foundation of the Company. The turnover of the Company has increased manifold under his guidance.

Further, Mr. Chandra Prakash Agrawal will be attaining age of 70 (Seventy) years during the financial year 2025-26. Keeping in view of his rich and varied experience, qualities, the financial position of the Company, qualification, experience, past performance and past remuneration it was desirable to continue the employment of Mr. Chandra Prakash Agrawal inspite of his attaining the age of 70 (Seventy) years and thereby re-appoint him as the Chairman and Managing Director of the Company till the expiry of his term of office. The proposed remuneration will be within overall limit of Schedule V of the Companies Act, 2013.

Mr. Chandra Prakash Agrawal forms part of the Promoter Group as defined under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time and holds 7,04,53,536 Equity Shares in the Company.

**Briefly, the terms and conditions of the re-appointment and remuneration of Mr. Chandra Prakash Agrawal are as follows:**

1. **He shall carry out such duties as may be entrusted to him subject to the supervision of the Board of Directors.**
2. **The re-appointment shall be for a period of 5 (Five) years w.e.f. September 01, 2025.**
3. **Remuneration –**

**Salary:-** At the rate of ₹ 6,00,000/- (Rupees Six Lakhs Only) per month from September 01, 2025 in the scale of ₹ 6,00,000 – ₹ 25,000 – ₹ 7,25,000/- with provision for annual increment of ₹ 25,000/- from the beginning of the Financial Year i.e. April 01, 2026.

**Perquisites:-** He will be entitled to reimbursement of medical expenses and leave travel concession for self and family, club fees & premium for medical/accidental insurance subject to maximum amount not exceeding ₹ 5,00,000/- in a financial year. For the purpose of calculating the ceiling, the perquisites shall be evaluated as per Income Tax Rules, 1961.

**Others:-** Use of car for Company's business, telephone and other communication facilities at residence/ other places, reimbursement of travelling, entertainment and all other expenses for the purpose of business incurred by him shall not be treated as perquisites.

**Commission:-** No commission shall be paid.

**Minimum Remuneration:** - The above salary will be payable to the Managing Director even in case of loss or inadequacy of profits in respect of any financial year during his tenure of office in compliance with Schedule V to the Companies Act, 2013.

**Sitting Fees:-** The Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

**Gratuity and encashment of leave:-** He will be entitled to gratuity and encashment of leave as per rules of the Company.

Modification / revision in remuneration and terms and conditions of appointment are subject to the approval of the members of the Company. None of the Directors other than Mr. Chandra Prakash Agrawal and Mr. Prem Prakash Agrawal, brother of Mr. Chandra Prakash Agrawal, is interested or concerned in the said resolution.

**Additional information as required by Schedule V to the Companies Act, 2013:**

**A. General Information**

- (i) **Nature of Industry:** The Company is engaged in the business of manufacture of TMT Rebars.
- (ii) **Date or expected date of commencement of commercial production:** The Company was incorporated on February 07, 2005 and started commercial operations from February 11, 2005.
- (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 March 31, 2025:

(Rs. in Lakhs)

Particulars	Amount
Gross Turnover & Other Income	4,30,834.43
Net profit as per Statement of Profit & Loss (After Tax)	40,097.30
Computation of Net Profit in accordance with Section 198 of the Companies Act, 2013*	56,809.25
Net Worth	2,84,255.97

\* Company has adequate Net Profit plus Taxes

- (v) **Foreign investments or collaborators, if any:** Not Applicable.

**B. Information about the appointee:**

- (i) **Background details:** Refer profile Section as stated above.
- (ii) **Past remuneration during the financial year ended March 31, 2025:** ₹ 66.00 Lakhs
- (iii) **Recognition or awards:** Several awards and accolades have been received by Mr. Chandra Prakash Agrawal of which during the financial year ended March 31, 2025, Mr. Chandra Prakash Agrawal was awarded with the Family Entrepreneur of the Year Award from The Economic Times Entrepreneur – Summit and Awards.
- (iv) **Job Profile and his suitability:** As per details given in the Explanatory Statement.
- (v) **Remuneration proposed:** As per details given in the Explanatory Statement.

**(vi) 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. Chandra Prakash Agrawal, the responsibilities shouldered by him, growth in turnover and profits of the Company and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other Companies.

**(vii) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:**

Besides the remuneration proposed to be paid to him, Mr. Chandra Prakash Agrawal does not have any other pecuniary relationship with the Company or relationship with the managerial personnel except Mr. Prem Prakash Agrawal and Mr. Mayank Agrawal who are brother and son of Mr. Chandra Prakash Agrawal respectively.

**C. Other information:**

**(i) Reasons of loss or inadequate profits:** Not applicable, as the Company has posted a net profit after tax of Rs. 40,097.30 Lakhs during the year ended March 31, 2025.

**(ii) Steps taken or proposed to be taken for improvement and**

**(iii) Expected increase in productivity and profits in measurable terms:** Not applicable as the Company has adequate profits.

**D. Disclosures:**

The information and disclosures of the remuneration package of all Directors are mentioned in the Corporate Governance Report forming part of the Annual Report for the financial year ended March 31, 2025. Mr. Chandra Prakash Agrawal satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section 3 of Section 196 of the Act for being eligible for his re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. Mr. Chandra Prakash Agrawal 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. Brief resume of Mr. Chandra Prakash Agrawal, nature of his expertise in specific functional areas, disclosure of relationships between Directors inter-se, name of listed entities and other companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding in the Company, the number of Meetings of the Board attended during the year, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are stated herein and are also provided in the Corporate Governance Report.

Further, the Company has received a notice from a Member under Section 160 of the Act proposing the re-appointment of Mr. Chandra Prakash Agrawal as the Chairman and Managing Director.

Documents referred to in this Explanatory Statement (including the Agreement relating to re-appointment of Mr. Chandra Prakash Agrawal shall be made available for inspection by the Members of the Company, without payment of fees upto and including the date of AGM. Members desirous of inspecting the same may send their requests at [csgml@gallantt.com](mailto:csgml@gallantt.com) from their registered e-mail addresses mentioning their names and folio numbers / demat account numbers.

None of the Directors and Key Managerial Personnel of the Company and their relatives, except Mr. Chandra Prakash Agrawal himself and Mr. Prem Prakash Agrawal and Mr. Mayank Agrawal, brother and son of Mr. Chandra Prakash Agrawal as well as Promoter Director and CEO of the Company respectively, is concerned or interested financially or otherwise, in Item No. 4 as contained in the Notice.

The Board recommends the special resolution as set out at Item No. 4 of the Notice for approval by the shareholders.

**ITEM NO. 5****To approve the re-appointment of Mr. Dinesh R. Agarwal (DIN: 01017125) as the Whole-time Director of the Company for a period of 5 (Five) years.**

The tenure of Mr. Dinesh R. Agarwal as Whole-time Director is upto October 30, 2025. Subject to the approval of the Shareholders in the next General Meeting, the Board of Directors have at their Meeting held on May 21, 2025, pursuant to the approval of the Nomination and Remuneration Committee and the Audit Committee, approved the re-appointment of Mr. Dinesh R. Agarwal as Whole-time Director of the Company for a period of 5 (Five) years effective from November 01, 2025.

Mr. Dinesh R. Agarwal, a promoter of the Company having experience of around 33 (Thirty-Three) years in the steel industry, is a Commerce Graduate. Mr. Dinesh R. Agarwal is involved in the operations of the steel manufacturing facility of the Company. He was involved in setting up of the operations of the Gujarat Unit of the Company and has been instrumental in the implementation of technological advances made in the manufacturing processes of the Company. During this period and under his Directorship, the Company has completed and achieved various targets and plans and the Company achieved higher levels of growth. His expertise in the steel and power businesses has been instrumental in contributing to the growth of the Company. Mr. Dinesh R. Agarwal supervises the operation and functioning of steel and power plants, besides he supervises purchase and procurement departments of the Company. In his term of office since inception, Mr. Dinesh R. Agarwal has contributed extensively towards the growth of the Company and has been actively responsible together with other officers for the installation, implementation and functioning of units of the project of the Company and attainment of the highest standards of quality. He is aged about 60 (Sixty) years. The proposed remuneration will be within overall limit of Schedule V of the Companies Act, 2013. In view of the significant contributions made by him, the Board of Directors recommend the re-appointment of Mr. Dinesh R. Agarwal as a Whole-time Director for a period of 5 (Five) years on the remuneration as detailed herein below.

Mr. Dinesh R. Agarwal forms part of the Promoter Group as defined under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time and holds 1,40,12,196 Equity Shares in the Company.

Further, he is a Director of the following Companies:

- i. GL Minerals Private Limited
- ii. Ganesh Laxmi Processors Private Limited
- iii. GL Steel and Power Limited
- iv. Kadodara Power Private Limited
- v. Missotaa Hometech Private Limited

Briefly, the terms and conditions of the re-appointment conditions of appointment and remuneration of Mr. Dinesh R. Agarwal are as follows:

**Salary:** - At the rate of ₹ 6,00,000/- (Rupees Six Lakhs Only) per month from November 01, 2025 in the scale of ₹ 6,00,000 – ₹25,000 – ₹ 7,25,000/- with provision for annual increment of ₹ 25,000/- from the beginning of the Financial Year i.e. April 01, 2026.

**Perquisites:-** He will be entitled to reimbursement of medical expenses and leave travel concession for self and family, club fees & premium for medical/accidental insurance subject to maximum amount not exceeding ₹ 5,00,000/- in a financial year. For the purpose of calculating the ceiling, the perquisites shall be evaluated as per Income Tax Rules, 1961.

**Others:-** Use of car for Company's business, telephone and other communication facilities at residence/ other places, reimbursement of travelling, entertainment and all other expenses for the purpose of business incurred by him shall not be treated as perquisites.

**Commission:** - No commission shall be paid.

**Minimum Remuneration:** - The above salary will be payable to the Whole-time Director even in case of loss or inadequacy of profits in respect of any financial year during his tenure of office in compliance with Schedule V to the Companies Act, 2013.

**Sitting Fees:-** The Whole-time Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

Gratuity and encashment of leave:- He will be entitled to gratuity and encashment of leave as per rules of the Company.

**Additional information as required by Schedule V to the Companies Act, 2013:**

**A. General Information**

- (i) **Nature of Industry:** The Company is engaged in the business of manufacture of TMT Rebars.
- (ii) **Date or expected date of commencement of commercial production:** The Company was incorporated on February 07, 2005 and started commercial operations from February 11, 2005.
- (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 March 31, 2025:

(Rs. in Lakhs)

Particulars	Amount
Gross Turnover & Other Income	4,30,834.43
Net profit as per Statement of Profit & Loss (After Tax)	40,097.30
Computation of Net Profit in accordance with Section 198 of the Companies Act, 2013	56,809.25
Net Worth	2,84,255.97

\* Company has adequate Net Profit plus Taxes

- (v) **Foreign investments or collaborators, if any:** Not Applicable.

**B. Information about the appointee:**

- (i) Background details: Refer profile Section as stated above.
- (ii) Past remuneration during the financial year ended March 31, 2025: ₹ 66.00 Lakhs
- (iii) Recognition or awards: None
- (iv) **Job Profile and his suitability:** As per details given in the Explanatory Statement.
- (v) **Remuneration proposed:** As per details given in the Explanatory Statement.
- (vi) **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. Dinesh R. Agarwal, the responsibilities shouldered by him, growth in turnover and profits of the Company and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other Companies.
- (vii) **Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:** Besides the remuneration proposed to be paid to him, Dinesh R. Agarwal does not have any other

pecuniary relationship with the Company or relationship with the managerial personnel.

**C. Other information:**

- (i) **Reasons of loss or inadequate profits:** Not applicable, as the Company has posted a net profit after tax of Rs. 40,097.30 Lakhs during the year ended March 31, 2025.
- (ii) **Steps taken or proposed to be taken for improvement and**
- (iii) **Expected increase in productivity and profits in measurable terms:** Not applicable as the Company has adequate profits.

**D. Disclosures:**

The information and disclosures of the remuneration package of all Directors are mentioned in the Corporate Governance Report forming part of the Annual Report for the financial year ended March 31, 2025. Dinesh R. Agarwal satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section 3 of Section 196 of the Act for being eligible for his re-appointment. He is not disqualified from being appointed as Director in terms of section 164 of the Act. Dinesh R. Agarwal 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. Brief resume of Dinesh R. Agarwal, nature of his expertise in specific functional areas, disclosure of relationships between Directors inter-se, name of listed entities and other companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding in the Company, the number of Meetings of the Board attended during the year, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are stated herein and are also provided in the Corporate Governance Report.

Further, the Company has received a notice from a Member under Section 160 of the Act proposing the re-appointment of Dinesh R. Agarwal as the Whole-time Director.

Documents referred to in this Explanatory Statement (including the Agreement relating to re-appointment of Dinesh R. Agarwal shall be made available for inspection by the Members of the Company, without payment of fees upto and including the date of AGM. Members desirous of inspecting the same may send their requests at [csgml@gallantt.com](mailto:csgml@gallantt.com) from their registered e-mail addresses mentioning their names and folio numbers / demat account numbers.

None of the Directors and Key Managerial Personnel of the Company and their relatives, except Dinesh R. Agarwal himself, is concerned or interested financially or otherwise, in Item No. 5 as contained in the Notice.

The Board recommends the special resolution as set out at Item No. 5 of the Notice for approval by the shareholders.

**ITEM NO. 6**

**To approve the re-appointment of Mrs. Nishi Agrawal (DIN: 08441260) as an Independent Director of the Company for a second term of 5 (Five) consecutive years**

In accordance with Section 149(10) and (11) of the Companies Act, 2013, an Independent Director shall hold office for a term up to 5 (five) consecutive years on the Board of a Company but shall be eligible for re-appointment on passing of a Special Resolution by the Company and disclosure of such appointment in the Board's Report. The aforesaid Director fulfills the requirements of an Independent Director as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16 of the SEBI Listing Regulations.

Based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mrs. Nishi Agrawal was appointed as an Independent Director of the Company for the first term for a period of 5 (five) consecutive years from November 04, 2020 up to November 03, 2025. Her appointment was also approved by the members at the Annual General Meeting of the Company held on August 31, 2021.

In terms of Section 149 read with Schedule IV of the Companies Act, 2013 and the SEBI Listing Regulations including any amendment thereto or any modification thereof, considering the skills, experience, knowledge he possesses and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company recommended the re-appointment of Mrs. Nishi Agrawal for a second consecutive term of 5 (five) years with effect from November 04, 2025 up to November 03, 2030 to the Members for approval.

The Company has received declaration from Mrs. Nishi Agrawal that she meets with the criteria of Independence as prescribed under Section 149 of the Act and Regulation 16 of the Listing Regulations. The Board opines that Mrs. Nishi Agrawal fulfils the conditions specified under Section 149(6) and Schedule IV of the Act, Regulation 16 of the Listing Regulations and also that she is independent of the management. Mrs. Nishi Agrawal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and she has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI order or of any other such authority.

The terms and conditions of appointment of Independent Director are available on the Company's website.

Mrs. Nishi Agrawal, aged about 39 years has more than 11 years of rich and varied expertise in the upliftment of education and social and environmental activities. At present she is associated with Bharat Vikas Parishad which is an unique social organisation engaged in various social activities and projects. Mrs. Agrawal has vast experience in natural science and naturopathy. Her continuing guidance has been very valuable to the Company and undoubtedly proved to be an advantage to the organization. The Board is of the opinion that the said Director possesses requisite skills, experience and knowledge relevant to the Company's business and it would be of immense benefit to the Company to continue her association with the Company as an Independent Director of the Company. She will be eligible for payment of sitting fees as approved by the Board from time to time.

The Board of Directors recommends the resolution set out in Item No. 6 of the notice of AGM for approval of the members as a special resolution. None of the Directors and Key Managerial Personnel of the Company or their respective relatives, except Mrs. Nishi Agrawal herself, are concerned or interested, whether financially or otherwise, in the resolution mentioned at Item No. 6 of the Notice.

#### **ITEM NO. 7**

#### **To approve the appointment of Secretarial Auditors for a period of 5 (Five) consecutive years and fixation of remuneration.**

Pursuant to Regulation 24A of SEBI (LODR) (Third Amendment) Regulations, 2024 vide Notification No. SEBI/LAD-NRO/GN/2024/218), on the basis of recommendation of Board of Directors, the Company shall appoint or re-appoint an individual as Secretarial Auditor for not more than one term of five consecutive years; or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of the members at the AGM.

Accordingly, based on the recommendation of the Audit Committee and the Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 21, 2025 has approved the appointment of Mr. Anurag Fatehpuria, Practicing Company Secretary, (Membership No. A34471 and Certificate of Practice No. 12855) who is also a Peer Reviewed Company Secretary having Peer Review No. 3367/2023 as Secretarial Auditors of the Company for a first term of 5 (Five) consecutive years, commencing from April 01, 2025 till March 31, 2030 on such remuneration as may be mutually agreed between the Board of Directors and the Secretarial Auditors, subject to approval of the members at the AGM.

Furthermore, Mr. Anurag Fatehpuria, Practicing Company Secretary has provided his consent to act as the Secretarial Auditors of the Company and has confirmed that he is not disqualified from being appointed as Secretarial Auditors.

Mr. Anurag Fatehpuria is an Associate Member of the Institute of Company Secretaries of India (ICSI) and also a Commerce Graduate from Calcutta University. Mr. Anurag Fatehpuria has more than 10 years of rich and varied experience in corporate matters which inter alia includes incorporation of companies and limited liability partnership, issue of securities, mergers and

amalgamations, Secretarial and other Audits, Annual Return and other Certifications, due diligence, search reports, etc. He also provides a wide gamut of high quality advisory services and solutions to a wide network of clients in the field of Corporate Laws, especially in the core area of Company Law matters.

Accordingly, the Board recommends the resolution set out in Item No. 7 of the Notice of AGM for approval of the members as an ordinary resolution. None of the Directors and Key Managerial Personnel of the Company or their respective relatives, are concerned or interested, whether financially or otherwise, in the resolution mentioned at Item No. 7 of the notice.

**ITEM NO. 8**

**To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2025.**

The Board of Directors at its meeting held on May 21, 2025 appointed M/s. U. Tiwari & Associates, Cost Accountants (Firm Registration No. 23872), as the Cost Auditor for audit of the cost accounting records of the Company for the financial year ending March 31, 2026, at a remuneration amounting to Rs. 1,00,000 (Rupees One Lakh Only) excluding out of pocket expenses, if any. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor shall be ratified by the shareholders of the Company.

Accordingly, the Board recommends that the consent of the members is sought for approving the ordinary resolution as set out in Item No. 8 for ratification by the shareholders at the AGM of the Company. None of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed ordinary resolution as set out at Item No. 8 of this Notice.

For **Gallantt Ispat Limited**

Date: May 21, 2025  
Place: Gorakhpur

**Nitesh Kumar**  
(Company Secretary)  
M. No. F7496

Details of Directors seeking appointment/re-appointment/continuation of the appointment as per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India:

<b>Name of the Director</b>	<b>Mr. Chandra Prakash Agrawal</b>	<b>Mr. Dinesh R. Agarwal</b>	<b>Mrs. Nishi Agrawal</b>
<b>Designation of Director and Category</b>	Chairman and Managing Director, Executive Director	Whole-time Director, Executive Director	Independent Director, Non-Executive
<b>Date of Birth / Age</b>	25.12.1955 / 69 years	19.03.1965 / 60 years	10.05.1986 / 39 years
<b>Nationality</b>	Indian	Indian	Indian
<b>Director Identification No.</b>	01814318	01017125	08441260
<b>Qualification</b>	Commerce Graduate	Commerce Graduate	Phd, Naturopathy
<b>Date of First Appointment on Board</b>	01.04.2005	07.02.2005	04.11.2020
<b>Date of Appointment/ Re-Appointment on the Board of the Company</b>	01.09.2025	01.11.2025	04.11.2025
<b>Terms and Conditions of Appointment/Re-appointment</b>	As per the Agreement and specifically detailed in Item No. 4 of the Notice of AGM and explanatory statement thereto	As per the Agreement and specifically detailed in Item No. 5 of the Notice of AGM and explanatory statement thereto	As per the Letter of Appointment and specifically detailed in Item No. 6 of the Notice of AGM and explanatory statement thereto.
<b>Experience and expertise in specific functional areas</b>	Mr. Chandra Prakash Agrawal has more than 35 years of experience in the steel industry. He has immense expertise and knowledge in factory operations, marketing, finance and general administration. He is the Promoter of the Company and has been actively responsible for the installation, implementation and functioning of units of the project of the Company and attainment of the highest standards of quality.	Mr. Dinesh R. Agarwal, Promoter of the Company has an overall experience of 33 years. His area of job is diversified and looking after factory operations of the Company. Under his Directorship, the Company has completed and achieved various targets and plans and Company also achieved higher levels of growth.	Mrs. Nishi Agrawal, has more than 11 years of rich and varied expertise in the upliftment of education and social and environmental activities. At present she is associated with Bharat Vikas Parishad which is an unique social organisation engaged in various social activities and projects. Mrs. Agrawal has vast experience in natural science and naturopathy.
<b>Directorship held in other Companies including listed companies</b>	Nil	i. GL Minerals Private Limited ii. Ganesh Laxmi Processors Private Limited iii. GL Steel and Power Limited iv. Kadodara Power Private Limited v. Missotaa Hometech Private Limited	Nil
<b>Names of listed entities from which he/she has resigned in the past three years</b>	Nil	Nil	Nil

<b>Name of the Director</b>	<b>Mr. Chandra Prakash Agrawal</b>	<b>Mr. Dinesh R. Agarwal</b>	<b>Mrs. Nishi Agrawal</b>
<b>Chairman/Member of the Committee of the Board of Directors of the Company</b>	Corporate Social Responsibility Committee	Corporate Social Responsibility Committee	i. Stakeholders Relationship Committee ii. Nomination and Remuneration Committee iii. Risk Management Committee
<b>Chairman/Member of the Committee of the Board of Directors of other companies in which he/she is a director</b>	Nil	Nil	Nil
<b>Relationships with other Directors, Manager and Key Managerial Personnel of the Company</b>	Mr. Chandra Prakash Agrawal is the elder brother of Mr. Prem Prakash Agrawal, Whole-time Director of the Company as well as father of Mr. Mayank Agrawal, CEO of the Company.	No relation	No relation
<b>Number of shares held in the Company</b>	7,04,53,536 equity shares	1,40,12,196 equity shares	Nil
<b>No. of Board meetings attended during the year</b>	4/6	6/6	4/6
<b>Remuneration drawn in financial year 2024-25 (including sitting fees, if any)</b>	₹ 66.00 Lakhs p.a.	₹ 66.00 Lakhs p.a.	₹ 1.05 Lakhs (sitting fees)
<b>Details of remuneration sought to be paid</b>	₹ 72.00 Lakhs p.a.	₹ 72.00 Lakhs p.a.	NA

**21st ANNUAL GENERAL MEETING INFORMATION AT A GLANCE**

Sr. No.	Particulars	Details
1.	Day, Date and Time of AGM	Saturday, September 27, 2025 at 11:30 A.M.
2.	Mode	Video Conference (VC) / Other Audio-Visual Means (OAVM),
3.	Participation through Video Conferencing	Members can login from 11:15 A.M. (IST) on the date of AGM
4.	Helpline Number for VC participation	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022-48867000  Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cDSLindia.com">helpdesk.evoting@cDSLindia.com</a> or contact at 1800-21-09911  Gallantt Ispat Limited – Tel: 0551-3515500  Email: <a href="mailto:csgml@gallantt.com">csgml@gallantt.com</a>
5.	Submission of Questions / Queries before AGM	Questions/queries shall be submitted 7 days before the time fixed for AGM i.e. on or before September 20, 2025, by email to Mr. Nitesh Kumar, Company Secretary at <a href="mailto:csgml@gallantt.com">csgml@gallantt.com</a> mentioning name, demat account no. / folio number, email ID, mobile number, etc.
6.	Speaker Registration Before AGM	Members who would like to express their views/opinions/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e- mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at <a href="mailto:csgml@gallantt.com">csgml@gallantt.com</a> between Saturday, September 20, 2025 (9.00 a.m. IST) and Friday, September 26, 2025 (5.00 p.m. IST). Only those Members who have pre- registered themselves as a speaker will be allowed to express their views/opinion/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
7.	Cut-off date for e-voting	Saturday, September 20, 2025
8.	Remote E-voting start time and date	Wednesday, September 24, 2025 (9:00 A.M. IST)
9.	Remote E-voting end time and date	Friday, September 26, 2025 (5:00 P.M. IST)
10.	Name, address and contact details of e-voting service Provider	National Securities Depository Limited, (NSDL) Trade World, A'Wing, 4 <sup>th</sup> Floor, Kamala Mills Compound, Lower Parel, Mumbai – 400013 Contact No: 022-48867000 E-mail Id: <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a>
11.	Name, address and contact details of Registrar and Transfer Agent	Niche Technologies Private Limited 7th Floor, Room, No. 7A & 7B, 3A, Auckland Rd, Elgin, Kolkata, West Bengal – 700017 Tel.: 033-2280 6616 / 17 / 18 Email id: <a href="mailto:nichetechpl@nicetechpl.com">nichetechpl@nicetechpl.com</a> Website: <a href="http://www.nichetechpl.com">www.nichetechpl.com</a>
12.	E-mail Registration & Contact updating Process	<b>Demat shareholders:</b> Contact respective Depository Participant.  <b>Physical Shareholders:</b> Contact Company's Registrar and Transfer Agent, Niche Technologies Private Limited by sending an email request at <a href="mailto:nichetechpl@nicetechpl.com">nichetechpl@nicetechpl.com</a> along with signed scanned copy of the request letter providing the e-mail address, mobile number, self-attested copy of the PAN card and copy of the Share Certificate (both side).