

GIL/DEL/2019-20
September 2, 2019

To, The Manager Bombay Stock Exchange Limited Floor 25, P.J. Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 533265	To, The Manager National Stock Exchange of India Limited "EXCHANGE PLAZA" Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051 Scrip Code: GALLISPAT
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Dear Sir/Madam,

SUB: NOTICE OF 15TH ANNUAL GENERAL MEETING, BOOK CLOSURE AND EVOTING

Notice is hereby given that the **FIFTEENTH ANNUAL GENERAL MEETING (AGM)** of the members of Gallantt Ispat Limited will be held on **THURSDAY, 26TH SEPTEMBER, 2019 AT 11.00 A.M. at "Geeta Bhawan", 16, Block C, Jangpura Extension, Jangpura, New Delhi - 110014** to transact the businesses as set out in the notice convening the meeting.

The Company is in the process of completing the dispatch of physical copies of the notice of the AGM, Annual Report containing audited accounts for the year ended 31st March, 2019 and the Reports of the Auditors and Directors to the members who have not registered their email address (dispatch will be completed by September 02, 2019) and also sent the same, through the electronic means to the members whose e-mail Ids are registered with the Company/ Depository participants for communication purposes.

This is to also inform you that the Notice of AGM and Annual Report are also available on the Company's website viz., www.gallantt.com, and Members, who do not receive the Notice of AGM and Annual Report, may download it from the Company's website or may request for a copy of the same by writing to the email ID nitesh@gallantt.com or Registered Office of the Company.

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide e-voting facilities to its Members enabling them to cast their votes electronically for all the resolutions as set out for the AGM Notice dated 13th August, 2019. The Company has availed the e-voting services as provided by National Securities Depository Limited (NSDL). The Board of Directors of the Company has appointed Mr. Tanmay Kumar Saha, Practising Company Secretary, Kolkata as scrutinizer for conducting the remote e-voting process in a fair and transparent manner. The voting rights of members shall be as per the number of equity shares held by the

GALLANTT ISPAT LTD.

GALLANTT ISPAT LIMITED

Registered Office : "GALLANTT HOUSE", I-7, Jangpura Extension, New Delhi - 110 014

Telefax : 011-41645392, E-mail : gil@gallantt.com, Website : www.gallantt.com

Factory : AL-5, Sector-23, Sahjanwa, District - Gorakhpur, Uttar Pradesh

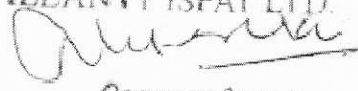
Corporate Identification No. : L27109DL2005PLC350523

members as on the cut-off date which is 19th September, 2019. The notice is being sent to all the Members, whose names appeared in the Register of Member / Record of Depositories as on 16th August, 2019.

All the members are informed that:

- I. The cut-off date for determining the eligibility to vote by electronic means is Thursday, 19th September, 2019;
- II. The remote e-voting shall commence from Monday, 23rd September, 2019 at 9.00 a.m. and shall end on Wednesday, 25th September, 2019 at 5:00 p.m.;
- III. Any person who acquires share of the company and become member of the company after dispatch of the notice and holding shares on the cut-off date i.e. 19th September, 2019 may obtain the login ID and password by sending a request at nitesh@gallantt.com. However, if a person is already registered with NSDL for remote e-voting then he can use his user ID and password for casting your vote;
- IV. Member may note that:
 - a) The remote e-voting module shall be displayed by NSDL after the aforesaid date and time for e-voting and once the vote on a resolution is cast by the member shall not be allowed to change it subsequently ;
 - b) The facility for voting through ballot paper shall be made available at AGM.
 - c) The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - d) A person, whose name is recorded in the register of members or in the register of beneficial owner maintained by the depositories as on the cut-off date only, shall be entitled to avail the facility of remote e-voting at AGM for the businesses set out in the notice.
 - e) The chairman shall, at the AGM, at the end of discussion on the resolution on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are Present at the AGM but have not cast their votes by availing the remote e-voting facility.
 - f) The Scrutinizer shall after conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter at least two witnesses not in the employment of the Company and shall make, not later than three days of conclusion of the AGM, a consolidated scrutinizer's report of the total vote cast in favour or against if any, to the chairman or a Person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

In case of any queries for the process and manner of electronic voting Members may go through the instructions in the Notice of 15th AGM or visit NSDL website www.evoting.nsdl.com and in case of queries, Members may refer to the Frequently

GALLANTT ISPAT LTD.

Company Secretary

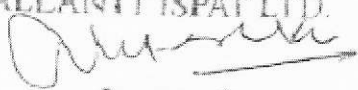
Asked Questions ("FAQs") for Members and e-voting User Manual available at www.evoting.nsdl.com under help section or contact e-voting helpdesk at the designated email id: evoting@nsdl.co.in or Toll Free No. 1800-222-990 for queries/grievances connected with the electronic voting or contact to Mr. Nitesh Kumar, Company Secretary, "Gallantt House", I-7, Jangpura Extension, New Delhi - 110 014 at the designated email ID: nitesh@gallantt.com and Telephone No. 011-41645392.

Pursuant to the provision of section 91 of the Act and Rules made there under and Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Registrar of Members and Share Transfer Books of the Company will remain closed from Friday, September 20, 2019 to Thursday, September 26, 2019 (both days inclusive) for the purpose of the Annual General Meeting.

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

For GALLANTT ISPAT LIMITED

GALLANTT ISPAT LTD.

Company Secretary

**Nitesh Kumar
(CS & COMPLIANCE OFFICER)**

Encl: As above

NOTICE

Notice is hereby given that the Fifteenth Annual General Meeting of GALLANTT ISPAT LIMITED (CIN: L27109DL2005PLC350523) will be held on Thursday, 26th September, 2019 at 11.00 A.M. at – “Geeta Bhawan”, 16, Block C, Jangpura Extension, Jangpura, Delhi - 110014 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, 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. Nitin Mahavir Prasad Kandoi (DIN: 01979952), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
3. To consider and approve the appointment of Statutory Auditors of the Company for a term of 5 (five) years from conclusion of 15th Annual General Meeting until the conclusion of the 20th Annual General Meeting and to fix their remuneration and to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with allied rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of Audit Committee and Board of Directors of the Company, the appointment of M/s. Maroti & Associates, Chartered Accountants (Firm Registration No. 322770E), as Statutory Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of 15th (fifteenth) Annual General Meeting till the conclusion of the 20th (twentieth) Annual General Meeting, be and is hereby approved at a remuneration of ₹ 4.50 lacs (excluding applicable taxes and out-of-pocket expenses) towards the statutory audit fees for financial year 2019-20 including limited review of quarterly financial results and audit of internal financial controls over financial reporting.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to revise the remuneration of statutory auditor for the financial years 2020-21 to 2023-24 on the recommendation of the Audit Committee of the Company and such other approvals as may be required and also to do all such acts, deeds, matters and things as may be necessary, incidental or ancillary to the foregoing resolution.”

SPECIAL BUSINESSES

4. **Re-appointment of Mr. Chandra Prakash Agrawal (DIN: 01814318) as Managing Director of the Company and in this regard, to consider and if thought fit, to pass, the following resolution as a Special resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 2(94), 196, 197, 198 and 203 of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the reappointment of Mr. Chandra Prakash Agrawal (DIN: 01814318), as Managing Director of the Company for a term of 5 (five) years with effect from April 01, 2019 to March 31, 2024 not liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee and in line with the approval of the Audit Committee and the Board of Directors, on the terms and conditions including remuneration set out in the Agreement dated March 30, 2019 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 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 Rs. 3,00,000/- (Rupees Three Lacs only) per month from 1st April, 2019 in the scale of Rs. 3,00,000-25,000-4,25,000/- with provision for annual increment of Rs. 25,000/- from the beginning of the Financial Year i.e. 1st April, 2020.

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 Rs. 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. **Re-appointment of Mr. Santosh Kumar Agrawal (DIN: 01045228) as a Whole-time Director designated as Director (Sales & Marketing) and in this regard, to consider and if thought fit, to pass, the following resolution as a Special resolution.**

"RESOLVED THAT pursuant to the provisions of Sections 2(94), 196, 197, 198 and 203 of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the reappointment of Mr. Santosh Kumar Agrawal (DIN: 01045228), as a Whole-time Director of the Company designated as "Director-Sales & Marketing" for a term of 5 (five) years with effect from July 10, 2019 to July 09, 2024 liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee and in line with the approval of the Audit Committee and the Board of Directors, on the terms and conditions including remuneration set out in the Agreement dated March 30, 2019 entered into between the Company and Mr. Santosh Kumar Agrawal with specific authority to the Board of Directors to vary the terms and conditions of appointment including remuneration payable to Mr. Santosh Kumar Agrawal provided that the remuneration payable to Mr. Santosh Kumar 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. Santosh Kumar 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 Rs. 3,00,000/- (Rupees Three Lacs only) per month from 1st April, 2019 in the scale of Rs. 3,00,000-25,000-4,25,000/- with provision for annual increment of Rs. 25,000/- from the beginning of the Financial Year i.e. 1st April, 2020.

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 Rs. 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. Santosh Kumar 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. Santosh Kumar 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".

6. **Re-appointment of Mr. Prem Prakash Agrawal (DIN: 01397585) as a Whole-time Director and in this regard, to consider and if thought fit, to pass, the following resolution as a Special resolution :**

"RESOLVED THAT pursuant to the provisions of Sections 2(94), 196, 197, 198 and 203 of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration

of Managerial Personnel) Rules, 2014, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the re-appointment of Mr. Prem Prakash Agrawal (DIN: 01397585), as a Whole-time Director of the Company for a term of 5 (five) years with effect from April 01, 2019 to March 31, 2024 liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee and in line with the approval of the Audit Committee and the Board of Directors, on the terms and conditions including remuneration set out in the Agreement dated March 30, 2019 entered into between the Company and Mr. Prem Prakash Agrawal with specific authority to the Board of Directors to vary the terms and conditions of appointment including remuneration payable to Mr. Prem Prakash Agrawal provided that the remuneration payable to Mr. Prem 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. Prem 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 Rs. 3,00,000/- (Rupees Three Lacs only) per month from 1st April, 2019 in the scale of Rs. 3,00,000-25,000-4,25,000/- with provision for annual increment of Rs. 25,000/- from the beginning of the Financial Year i.e. 1st April, 2020.

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 Rs. 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. Prem 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. Prem 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".

7. Re-appointment of Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952) as a Whole –time Director designated as Director (Plant – Operation) and in this regard, to consider and if thought fit, to pass, the following resolution as a Special resolution:

"RESOLVED THAT pursuant to the provisions of Sections 2(94), 196, 197, 198 and 203 of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification

or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the reappointment of Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952), as a Whole-time Director of the Company for a term of 5 (five) years with effect from October 10, 2019 to October 09, 2024 liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee and in line with the approval of the Audit Committee and the Board of Directors, on the terms and conditions including remuneration set out in the Agreement dated March 30, 2019 entered into between the Company and Mr. Nitin Mahavir Prasad Kandoi with specific authority to the Board of Directors to vary the terms and conditions of appointment including remuneration payable to Mr. Nitin Mahavir Prasad Kandoi provided that the remuneration payable to Mr. Nitin Mahavir Prasad Kandoi 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. Nitin Mahavir Prasad Kandoi 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 Rs. 3,00,000/- (Rupees Three Lacs only) per month from 1st April, 2019 in the scale of Rs. 3,00,000-25,000-4,25,000/- with provision for annual increment of Rs. 25,000/- from the beginning of the Financial Year i.e. 1st April, 2020.

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 Rs. 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. Nitin Mahavir Prasad Kandoi 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. Nitin Mahavir Prasad Kandoi 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".

8. **Appointment of Mr. Ashtbhuj Prasad Srivastava (DIN: 08434115) as an Independent Director and in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152, read with Schedule IV of the Companies Act, 2013 and the allied rules made thereunder and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof), and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the appointment of Mr. Ashtbhuj Prasad Srivastava (DIN: 08434115) as an Independent Director

of the Company, not liable to retire by rotation, who is eligible for appointment, for a term of 5 (five) years with effect from April 29, 2019 up to April 28, 2024 based on the recommendation of Nomination and Remuneration Committee and in line with the approval of the Board of Directors."

"RESOLVED FURTHER THAT Mr. Chandra Prakash Agrawal, Managing Director, Mr. Nitin Mahavir Prasad Kandoi, Director and Mr. Nitesh Kumar, Company Secretary be and are hereby severally authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

9. **Appointment of Mr. Dindayal Jalan (DIN: 00006882) as an Independent Director and in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152, read with Schedule IV of the Companies Act, 2013 and the allied rules made thereunder and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof), and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the appointment of Mr. Dindayal Jalan (DIN: 00006882) as an Independent Director of the Company, not liable to retire by rotation, who is eligible for appointment, for a term of 5 (five) years with effect from June 23, 2019 up to June 22, 2024 based on the recommendation of Nomination and Remuneration Committee and in line with the approval of the Board of Directors."

"RESOLVED FURTHER THAT Mr. Chandra Prakash Agrawal, Managing Director, Mr. Nitin Mahavir Prasad Kandoi, Director and Mr. Nitesh Kumar, Company Secretary be and are hereby severally authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

10. **Appointment of Mrs. Smita Modi (DIN: 01141396) as an Independent Director and in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152, read with Schedule IV of the Companies Act, 2013 and the allied rules made thereunder and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other

applicable provisions, if any, (including any statutory modification or re-enactment thereof), and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the appointment of Mrs. Smita Modi (DIN: 01141396) as an Independent Director of the Company, not liable to retire by rotation, who is eligible for appointment, for a term of 5 (five) year with effect from June 23, 2019 up to June 22, 2024 based on the recommendation of Nomination and Remuneration Committee and in line with the approval of the Board of Directors."

"RESOLVED FURTHER THAT Mr. Chandra Prakash Agrawal, Managing Director, Mr. Nitin Mahavir Prasad Kandoi, Director and Mr. Nitesh Kumar, Company Secretary be and are hereby severally authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

- 11. To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2020 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 and other

applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. U. Tiwari & Associates, Cost Accountants (Firm Registration Number 23872) appointed as the Cost Auditors of the Company for audit of the cost accounting records of the Company for the financial year ending 31st March, 2020, be paid remuneration amounting to Rs. 50,000/- (Rupees Fifty Thousand only) excluding out of pocket expenses, if any".

"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: August 13, 2019
Place: Gorakhpur

Nitesh Kumar
(Company Secretary)

Notes:

1. The Explanatory Statement pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with respect to the Ordinary Business as set out in Item No. 3 and pursuant to Section 102 of the Companies Act, 2013, with respect to the Special Businesses as set out in Item No. 4, 5, 6, 7, 8, 9, 10 and 11 are annexed hereto. Additional Information, pursuant to Para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings") and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of re-appointment of Mr. Nitin Mahavir Prasad Kandoi at the 15th Annual General Meeting is also annexed hereto. Further, additional information pursuant to aforesaid provisions in respect of re-appointment of Mr. Chandra Prakash Agrawal, Mr. Santosh Kumar Agrawal, Mr. Prem Prakash Agrawal and Mr. Nitin Mahavir Prasad Kandoi and appointment of Mr. Ashtbhuja Prasad Srivastava, Mr. Dindyal Jalan and Mrs. Smita Modi at the 15th Annual General Meeting are made part of their respective explanatory statements.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("THE MEETING/ AGM") 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. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED, DULY COMPLETED AND SIGNED, AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ATTACHED HERewith.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
3. The proxy holder shall prove his/her identity at the time of attending the Meeting.
4. When a Member appoints a proxy and both the Member and proxy attend the Meeting, the proxy stands automatically revoked.
5. Requisition for inspection of proxies shall be received by the Company in writing from a Member entitled to vote on any resolution at least three days before the commencement of the Meeting.
6. Proxies shall be made available for inspection during the period beginning twenty four hours before the time fixed for the commencement of the Meeting and ending

with the conclusion of the Meeting.

7. Corporate Members intending to attend the Meeting are required to send to the Company a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the Meeting.
8. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 20, 2019 to Thursday, September 26, 2019 (both days inclusive) for the purposes of the Annual General Meeting. Board of Directors has not recommended Final Dividend for the Financial Year 2018-19.
10. The Securities and Exchange Board of India (SEBI) vide its Circular No. CIR/MRD/DP/10/2013 dated March 21, 2013 has mandated all Companies to use approved electronic mode of payment for making cash payments such as dividend to the Members (where core banking details are available) or to print the bank account details of the Members (as per the Company's records) on the physical payment instruments (in case where the core banking details are not available or electronic payment instructions have failed or rejected by the Bank).

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:
 - i. The respective Depository Participants (DP) (in case of the shares held in Electronic Mode) or;
 - ii. The Registrar & Share Transfer Agent of the Company (R&T Agent) (in case of the shares held in Physical form).
11. Members holding shares in demat mode may kindly note that any request for change of address or change of E-mail ID or change in bank particulars/ mandates or registration of nomination are to be instructed to their Depository Participant only, as the Company or its Registrar & Share Transfer Agent cannot act on any such request received directly from the Members holding shares in demat mode.

However, Members holding shares in physical mode are requested to notify the Registrar & Share Transfer Agent of the Company of any change in their address and e-mail id as soon as possible.
12. Members are requested to contact the Company's Registrar & Share Transfer Agent Niche Technologies Pvt. Ltd. 7th Floor, Room, No. 7A & 7B, 3A, Auckland Rd, Elgin, Kolkata, West Bengal – 700017. Tel.: (033) 2280 6616 / 17 / 18 Email id: nichetechpl@nichetechpl.

com; Website: 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.: +91-11-41645392; Email: nitesh@gallantt.com).

13. Members, who have not yet encashed their dividend warrants for the financial year ended March 31, 2012, 2013, 2014, 2015, 2016, 2017, 2018 or Interim Dividend 2018-19 are requested to make their claim to the Company's Registrar & Share Transfer Agent immediately.
14. Members are requested to bring their attendance slip, duly signed as per the specimen signature recorded with the Company for admission into the Meeting Hall.
15. Members who hold shares in dematerialised form are requested to furnish their Client ID and DP ID Nos. for easy identification of attendance at the Meeting.
16. 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 Registrar & Share Transfer Agent.
17. 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 Registrar & Share Transfer Agent for consolidation into single folio.
18. Since, the securities of the Company are traded compulsorily in dematerialized form as per SEBI mandate, Members holding shares in physical form are requested to get their shares dematerialized at the earliest.
19. The Securities and Exchange Board of India (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/Registrar & Share Transfer Agent, Niche Technologies Pvt. Ltd.
20. Electronic copy of the Annual Report 2018-19, Notice of the aforesaid AGM of the Company, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the Company's Registrar & Share Transfer Agent/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same. The physical copies of the Notice of the aforesaid AGM of the Company, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent to the registered address of

the Members of the Company who have not registered their e-mail address in the permitted mode.

21. In keeping with the Ministry of Corporate Affairs' Green Initiative measures, the Company hereby requests the Members who have not registered their email addresses so far, to register their email addresses for receiving all communication including annual report, notices, circulars etc. from the Company electronically.
22. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 read with Rules made thereunder, Memorandum and Articles of Association, Agreements entered into between the Company and Executive Directors etc. are open for inspection by the Members at the registered office of the Company on all working days, except Saturdays, between 11:00 a.m. to 1:00 p.m. and also at the AGM. Also, the Notice for this 15th AGM along with requisite documents and the Annual Report for the financial year 2018-19 shall also be available on the Company's website www.gallantt.com.
23. In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has engaged the services of National Securities Depository Limited (NSDL) to provide the facility of voting by electronic voting system to all the Members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the aforesaid Meeting. The facility of casting the votes by the Members using such electronic voting system from a place other than venue of the AGM ("remote e-voting") is being provided by NSDL.
24. The facility for voting through Poll/Ballot Paper shall be made available at the AGM and the Members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the Meeting through Poll/ Ballot Paper. The facility for voting by electronic voting system shall not be made available at the AGM of the Company.
25. The e-voting facility will be available during the following voting period:
 - i. Commencement of remote e-voting: From 9.00 a.m. IST of September 23, 2019.
 - ii. End of remote e-voting: Up to 5.00 p.m. IST of September 25, 2019.
26. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. September 19, 2019, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter and the facility will be blocked forthwith.

27. The voting rights of Members shall be in proportion to their shares of the total paid up equity share capital of the Company as on the cut-off date.

28. 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 19, 2019, needs to refer the instruction above regarding login ID and password and may contact the Company or R&T Agent 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.

29. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again or change it subsequently.
30. Only those Members, whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through Poll/ Ballot Paper.
31. The Company has appointed Mr. Tanmay Kumar Saha ,Practicing Company Secretary, (M. No. F8847 and CP No. 11918) as the Scrutinizer to scrutinize the voting and remote e-voting process for the Annual General Meeting in a fair and transparent manner.
32. The Chairman shall, at the AGM, at the end of discussion on the Resolutions on which the voting is to be held, allow voting with the assistance of the scrutinizer, by use of Poll/ Ballot Paper for all those Members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
33. The Scrutinizer shall after the conclusion of voting at the Meeting, will first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make and submit, within 48 hours of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting within 48 hours of conclusion of the AGM.
34. The Notice of the AGM shall be placed on the website of the Company and NSDL till the date of AGM. The Results declared, along with the Scrutinizer's Report shall be placed on the Company's website www.gallantt.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The Results shall also be immediately forwarded to the Stock Exchange(s) where the shares of the Company are listed.

Further, the results shall be displayed on the Notice

Board of the Company at its Registered Office as well as Head Office.

35. The route map showing directions to reach the venue of the Meeting is annexed.
36. The Company had released an Advertisement dated July 20, 2019 in National Daily viz., Business Standard and Vernacular daily Hindi viz., Naya India for transferring unclaimed shares of the Company to Investor Education and Protection Fund (IEPF) Account as per Section 124(6) of the Companies Act, 2013. The Company has also sent individual communication dated July 19, 2019 to the concerned shareholders whose dividend remains unpaid or unclaimed for period of Seven (7) consecutive years since 2012, at their registered address and shares are liable to be transferred to IEPF account under the aforesaid Rules, for taking appropriate action(s) by the shareholder concerned. The Complete details of unpaid or unclaimed dividends and shares due for transfer are available on the website of the Company i.e., www.gallantt.com. For any communication, the shareholders may also send requests to the Company Secretary e-mail IDs: nitesh@gallantt.com.
37. A Minor shall not be appointed as a Proxy. The proxy of a member, who is blind or incapable of writing may be accepted if such member has attached his signature or mark thereto in the presence of a witness who shall add to his signature his description and address, provided that all insertions in the proxy are in the handwriting of the witness and such witness shall have certified at the foot of the proxy that all such insertions have been made by him at the request and in the presence of the member before he attached his signature or mark.
38. The proxy of a member who does not know English may be accepted if it is executed in the manner given in point no. 37 above and the witness certifies that it was explained to the member in the language known to him, and gives the member's name in English below the signature.
39. **PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS:**

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 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into 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 'Shareholders' section.

3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details 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 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, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

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.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. 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.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. 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 tanmayks@gmail.com with a copy marked to evoting@nsdl.co.in.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on

www.evoting.nsdl.com to reset the password.

- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

For Gallantt Ispat Limited

Date: August 13, 2019
Place: Gorakhpur

Nitesh Kumar
(Company Secretary)

Explanatory statement pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Resolution at Item No. 3

In terms of Section 139 of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014, made thereunder, the term of the present Statutory Auditors of the Company, M/s. Anoop Agarwal & Co., Chartered Accountants (ICAI Firm Registration No. 001739C) will be concluded at the end of 15th Annual General Meeting (AGM). The Company is required to appoint another Auditor for a period of five years to hold office from the conclusion of 15th AGM till the conclusion of 20th AGM to be held in the financial year 2024-25. The Board of Directors of the Company at its meeting held on August 13, 2019, after considering the recommendations of the Audit Committee, has recommended the appointment of M/s. Maroti & Associates, Chartered Accountants (ICAI Firm Registration No. 322770E) as Statutory Auditors of the Company for a term of five years from conclusion of 15th AGM to be held in the financial year 2019-20 to conclusion of 20th AGM of the Company to be held in the financial year 2024-25, for the approval of the Members.

M/s. Maroti & Associates, Chartered Accountants, have consented to the aforesaid appointment and confirmed that their appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013. They have further confirmed that they are not disqualified to be appointed as the Statutory Auditors in terms of the Companies Act, 2013 and the rules made thereunder. The basis of recommendation for appointment and brief profile and credentials of M/s. Maroti & Associates are mentioned below:

M/s. Maroti & Associates, a firm of Chartered Accountants has over 24 years of experience in the field of Statutory Audit, Risk based approach, Ind AS, Impact study, Conversion and Support, Internal Audit, Management Audit, Risk Management/Advisory, Compliance & Training, Tax Compliance, Tax Audit and other allied services. Due to their long experience and repute the firm has been associated/impaneled with reputed organisation/statutory organisation.

Pursuant to Section 139 of the Companies Act, 2013, approval of the members is required for appointment of the Statutory Auditors and fixing their remuneration by means of an ordinary resolution. Accordingly, approval of the members is sought for appointment of M/s. Maroti & Associates, Chartered Accountants as the Statutory Auditors of the Company for the aforesaid term at a remuneration of Rs. 4.50 Lacs towards the statutory audit for the financial year 2019-20 and remuneration for the financial years 2020-21 to 2023-24 may be revised based on the recommendations made by the Audit Committee and approved by the Board of Directors and such other authority as may be required.

The remuneration payable to the statutory auditors shall be exclusive of applicable taxes and all out of pocket expenses as may be incurred by the statutory auditor in course of their audit.

Pursuant to requirement of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of proposed fees of Rs. 4.50 Lacs payable to the statutory auditors for the financial year 2019-20 is mentioned below:

Type	Period	Amount
Statutory Audit of standalone and consolidated financial statements including audit of internal financial controls over financial reporting and limited review of quarterly financial results.	For FY 2019-20	Rs. 4.50 lacs

Further, the change in the fee payable to the new auditors from that paid to the outgoing auditor is largely due to size and standing of the firm of new auditors and the increased scope of work with respect to the limited review of the subsidiaries, if any/associate of the Company whose accounts are consolidated with it as specified in Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board recommends the resolutions set forth in item no. 3 for the approval of Members by way of

Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company and/ or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution mentioned at Item No. 3 of the Notice. The Board recommends the resolution set

forth in item No. 3 for the approval of Members by way of ordinary Resolution.

For Gallantt Ispat Limited

Date: August 13, 2019
Place: Gorakhpur

Nitesh Kumar
(Company Secretary)

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

Reappointment of Mr. Chandra Prakash Agrawal as a Managing Director for a period of five years

The Members of the Company at the Annual General Meeting of the Company held on September 19, 2013 approved the appointment of Mr. Chandra Prakash Agrawal, as the Managing Director of the Company and the terms and conditions of appointment including remuneration payable to him for a period of five years with effect from April 01, 2014 to March 31, 2019. Subsequently, remuneration of Mr. Chandra Prakash Agrawal was revised (increased) and the same was approved by the Shareholders at the Annual General Meeting held on September 26, 2017. The details of remuneration paid to Mr. Chandra Prakash Agrawal during his tenure have been disclosed in the annexure to the Directors' Report and in the Corporate Governance Report of the relevant financial years.

The Board of Directors, considering the scale of operations of the Company and his increased involvement for the overall growth of the Company especially in respect of expansion of production capacity of steel and power division and exploring new markets and deeper penetration of existing markets, at their meeting held on March 30, 2019, subject to approval of Members of the Company, has accorded approval for re-appointment of Mr. Chandra Prakash Agrawal as Managing Director for a term of 5 years with effect from April 01, 2019 to March 31, 2024, not liable to retire by rotation. The same was recommended by the Nomination and Remuneration Committee to the Board for approval. While recommending the said re-appointment, the Nomination and Remuneration Committee also recommended to increase the remuneration of Mr. Chandra Prakash Agrawal. Mr. Chandra Prakash Agrawal is a related party to the Company as per Section 2(76) of the Companies Act, 2013. As per Section 177(4) (iv) of the Companies Act, 2013; Regulation 18(3) and 23(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and terms of reference duly approved by the Board of the Company, the Audit Committee has to

accord its approval to any related party transaction and accordingly the necessary approval of the Audit Committee for this agenda was obtained. Pursuant to the provisions of Sections 196, 197 and 203 read with Part I and Section I of Part II of Schedule V, other applicable provisions, if any, of the Companies Act, 2013 and the allied rules made thereunder (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, the aforesaid re-appointment and revision in the remuneration of Mr. Chandra Prakash Agrawal, Managing Director requires approval of Members of the Company.

Mr. Chandra Prakash Agrawal is interested in this resolution. Mr. Prem Prakash Agrawal and Mr. Santosh Kumar Agrawal, Directors and Mr. Mayank Agrawal, Chief Executive Officer of the Company are interested in this resolution as they are relatives of Mr. Chandra Prakash Agrawal. None of the other Directors, Whole Time Director, Chief Financial Officer, Company Secretary or their relatives have got any concern or interest whether financial or otherwise, if any, in respect of Resolution proposed at item No. 4. Further, presently the Company has got no Manager.

The resolution along with the explanatory statement above may be treated as a written memorandum under Section 190 of the Companies Act, 2013 and in keeping with the provisions of Section 190(2) of the said Act, the same will be open to inspections by any member of the Company without payment of any fee.

The Agreement entered into with Mr. Chandra Prakash Agrawal in terms of the Special Resolution under item No. 4 of the notice will be made available for inspection at the Registered Office of the Company on any working day, prior to the date of this 15th Annual General Meeting between 11.00 A. M. and 1.00 P. M. and will also be available for inspection from 11.00 A.M. at the place and date of the Meeting. The Board recommends the resolutions set forth in item no. 4 for the approval of Members by way of Special Resolution.

Brief Profile of Mr. Chandra Prakash Agrawal, Managing Director, pursuant to para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings"), Regulation 36(3) of the SEBI Listing (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, is provided in the table below:

Name of the Director	Mr. Chandra Prakash Agrawal
Director Identification No.	01814318
Father's Name	Late Govind Prasad Agrawal
Terms and Conditions of Appointment	As per the Agreement dated 30.03.2019
Remuneration drawn in financial year 2018-19 (including sitting fees, if any)	Rs. 24.00 Lacs
Remuneration proposed to be paid	As per the Agreement dated 30.03.2019 and specifically detailed in the Resolution above.
Date of Birth	25.12.1955
Age	64 Years
Date of first Appointment	01.08.2006
Brief Resume and expertise in specific functional areas	He is a Bachelor of Commerce from Gorakhpur University having multifunctional experience of more than three decades. He was the prime mover of the exponential growth of Gallantt Ispat Limited. He has been deeply involved with the manufacturing process and has progressively added production capacity. He spearheaded the marketing initiatives personally building brand Gallantt that undisputedly commands the market specifically in Uttar Pradesh. His finance, taxation, accounting, investor relations and corporate affairs involvement is phenomenal. The charismatic leadership, personal drive and strategic thinking of Mr. Chandra Prakash Agrawal has rallied our Company to attain market leadership in a very short period of time, in the state of U.P., Bihar and Delhi. In his term of office spanning 15 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, ERP 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 considerably under his guidance. 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 reappointment of Mr. Chandra Prakash Agrawal as a Managing Director designated as Chairman & Managing Director of the Company for a period of five years on the remuneration as detailed hereinbelow, which shall be effective from April 01, 2019.
Qualification	B.Com (H)
Directorship held in other Companies	Gallantt Metal Limited
Chairman/member of the committee of the Board of Directors of the Company	Member of Corporate Social Responsibility Committee
Chairman/member of the committee of the Board of Directors of other companies in which he/she is a director	Member of Corporate Social Responsibility Committee of Gallantt Metal Limited
Number of shares held in the Company	5,23,40,040
No. of Board meetings attended during the financial year 2018-19	12 (Twelve)
Relationship with other Directors, Manager and KMPs of the Company	Mr. Chandra Prakash Agrawal is a brother of Mr. Prem Prakash Agrawal and Mr. Santosh Kumar Agrawal, Executive Directors and father of Mr. Mayank Agrawal, Chief Executive Officer of the Company.

ITEM NO. 5**Reappointment of Mr. Santosh Kumar Agrawal as a Whole-time Director designated as “Director – Sales & Marketing for a period of five years**

The Members of the Company at the Annual General Meeting of the Company held on September 9, 2014 approved the appointment of Mr. Santosh Kumar Agrawal as a Whole-time Director of the Company designated as “Director-Sales & Marketing” and the terms and conditions of appointment including remuneration payable to him for a period of five years with effect from July 10, 2014, to July 09, 2019. Subsequently, remuneration of Mr. Santosh Kumar Agrawal was revised (increased) and the same was approved by the Shareholders at the Annual General Meeting held on September 26, 2017. The details of remuneration paid to Mr. Santosh Kumar Agrawal during his tenure have been disclosed in the annexure to the Directors’ Report and in the Corporate Governance Report of the relevant financial years.

The Board of Directors, considering the scale of operations of the Company and his increased involvement for the overall growth of the Company especially in respect of sales and marketing functions and operation of Agro Division of the Company and exploring new markets and deeper penetration of existing markets, at their meeting held on March 30, 2019, subject to approval of Members of the Company, has accorded approval for re-appointment of Mr. Santosh Kumar Agrawal as a Whole-time Director for a term of 5 years with effect from July 10, 2019 to July 09, 2024. The same was recommended by the Nomination and Remuneration Committee to the Board for approval. While recommending the said re-appointment, the Nomination and Remuneration Committee also recommended to increase the remuneration of Mr. Santosh Kumar Agrawal. Mr. Santosh Kumar Agrawal is a related party to the Company as per Section 2(76) of the Companies Act, 2013. As per Section 177(4) (iv) of the Companies Act, 2013; Regulation 18(3) and 23(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and terms of reference duly approved by the Board of the Company, the Audit Committee has to accord its approval to any related party transaction and accordingly the necessary

approval of the Audit Committee for this agenda was obtained. Pursuant to the provisions of Sections 196, 197 and 203 read with Part I and Section I of Part II of Schedule V, other applicable provisions, if any, of the Companies Act, 2013 and the allied rules made thereunder (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, the aforesaid re-appointment and revision in the remuneration of Mr. Santosh Kumar Agrawal, Whole-time Director requires approval of Members of the Company.

Mr. Santosh Kumar Agrawal is interested in this resolution. Mr. Prem Prakash Agrawal and Mr. Chandra Prakash Agrawal, Directors and Mr. Mayank Agrawal, Chief Executive Officer of the Company are interested in this resolution as they are relatives of Mr. Santosh Kumar. None of the other Directors, Whole Time Director, Chief Financial Officer, Company Secretary or their relatives have got any concern or interest whether financial or otherwise, if any, in respect of Resolution proposed at item No. 5. Further, presently the Company has got no Manager.

The resolution along with the explanatory statement above may be treated as a written memorandum under Section 190 of the Companies Act, 2013 and in keeping with the provisions of Section 190(2) of the said Act, the same will be open to inspections by any member of the Company without payment of any fee.

The Agreement entered into with Mr. Santosh Kumar Agrawal in terms of the Special Resolution under item No. 5 of the notice will be made available for inspection at the Registered Office of the Company on any working day, prior to the date of this 15th Annual General Meeting between 11.00 A. M. and 1.00 P. M. and will also be available for inspection from 11.00 A.M. at the place and date of the Meeting. The Board recommends the resolutions set forth in item no. 5 for the approval of Members by way of Special Resolution.

Brief Profile of Mr. Santosh Kumar Agrawal, Whole-time Director designated as “Director - Sales & Marketing, pursuant to para 1.2.5 of SS-2 (“Secretarial Standard on General Meetings”), Regulation 36(3) of the SEBI Listing (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, is provided in the table below:

Name of the Director	Mr. Santosh Kumar Agrawal
Director Identification No.	01045228
Father’s Name	Late Govind Prasad Agrawal
Terms and Conditions of Appointment	As per the Agreement dated 30.03.2019
Remuneration drawn in financial year 2018-19 (including sitting fees, if any)	Rs. 24.00 Lacs

Remuneration proposed to be paid	As per the Agreement dated 30.03.2019 and specifically detailed in the Resolution above.
Date of Birth	21.07.1951
Age	68 Years
Date of first Appointment	10.07.2014
Brief Resume and expertise in specific functional areas	Mr. Santosh Kumar Agrawal holds a Master Degree in Chemistry from Gorakhpur University, Uttar Pradesh. Mr. Santosh Kumar Agrawal has started his career years back and having experience of 45 years in the Steel, and Agro Industries. Mr. Santosh Kumar Agrawal was closely associated with Govind Mills Limited (amalgamated with Gallantt Udyog Limited) and during his tenure of service, Govind Mills Limited achieved a high level of turnover and growth. He has served Gallantt Udyog Limited in the capacity of Managing Director. He was looking after operations of the agro manufacturing facility of the Company apart from sales and marketing 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. Apart from the above, he has actively offered his consultancy in setting up of the operations of our Company and guided the project management team since inception.
Qualification	M. Sc. (H)
Directorship held in other Companies	Gorakhpur Texpark Private Limited (Under Process of Strike off)
Chairman/member of the committee of the Board of Directors of the Company	NIL
Chairman/member of the committee of the Board of Directors of other companies in which he/she is a director	NIL
Number of shares held in the Company	22,07,080
No. of Board meetings attended during the financial year 2018-19	11 (Eleven)
Relationship with other Directors, Manager and KMPs of the Company	Mr. Santosh Kumar is a brother of Mr. Prem Prakash Agrawal and Mr. Chandra Prakash Agrawal, Executive Directors and uncle of Mr. Mayank Agrawal, Chief Executive Officer of the Company.

ITEM NO. 6**Reappointment of Mr. Prem Prakash Agrawal as a Whole-time Director for a period of five years**

The Members of the Company at the Annual General Meeting of the Company held on September 19, 2013 approved the appointment of Mr. Prem Prakash Agrawal as a Whole-time Director of the Company and the terms and conditions of appointment including remuneration payable to him for a period of five years with effect from April 01, 2014 to March 31, 2019. Subsequently, remuneration of Mr. Prem Prakash Agrawal was revised (increased) and the same was approved by the Shareholders at the Annual General Meeting held on September 26, 2017. The details of remuneration paid to Mr. Prem Prakash Agrawal during his tenure have been disclosed in the annexure to the Directors' Report and in the Corporate Governance Report of the relevant financial years. He is a Bachelor of Commerce from

Gorakhpur University having an aggregate experience of more than twenty seven years in the manufacturing of Wheat Flour Products and more than twenty years in the steel industry. He supervises the functioning of various departments in the organization such as Sales & Marketing, Estimation, Customer Relationship Management, Cost Audit, Human Resources, Purchase, Corporate Communications & IT, day to day administration, finance and accounts. He is aged about 53 years.

The Board of Directors, considering the scale of operations of the Company and his increased involvement for the overall growth of the Company especially in respect of purchase and marketing functions for all the divisions of the Company, at their meeting held on March 30, 2019, subject to approval of Members of the Company, has accorded approval for re-appointment of Mr. Prem Prakash Agrawal as a Whole-time Director for a term of 5 years with effect

from April 01, 2019 to March 31, 2024. The same was recommended by the Nomination and Remuneration Committee to the Board for approval.

While recommending the said re-appointment, the Nomination and Remuneration Committee also recommended to increase the remuneration of Mr. Prem Prakash Agrawal. Mr. Prem Prakash Agrawal is a related party to the Company as per Section 2(76) of the Companies Act, 2013. As per Section 177(4) (iv) of the Companies Act, 2013; Regulation 18(3) and 23(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and terms of reference duly approved by the Board of the Company, the Audit Committee has to accord its approval to any related party transaction and accordingly the necessary approval of the Audit Committee for this agenda was obtained. Pursuant to the provisions of Sections 196, 197 and 203 read with Part I and Section I of Part II of Schedule V, other applicable provisions, if any, of the Companies Act, 2013 and the allied rules made thereunder (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, the aforesaid re-appointment and revision in the remuneration of Mr. Prem Prakash Agrawal, Whole-time Director requires approval of Members of the Company.

Mr. Prem Prakash Agrawal is interested in this resolution. Mr. Chandra Prakash Agrawal and Mr. Santosh Kumar Agrawal, Directors and Mr. Mayank Agrawal, Chief Executive Officer of the Company are interested in this

resolution as they are relatives of Mr. Prem Prakash Agrawal. None of the other Directors, Whole Time Director, Chief Financial Officer, Company Secretary or their relatives have got any concern or interest whether financial or otherwise, if any, in respect of Resolution proposed at item No. 6. Further, presently the Company has got no Manager.

The resolution along with the explanatory statement above may be treated as a written memorandum under Section 190 of the Companies Act, 2013 and in keeping with the provisions of Section 190(2) of the said Act, the same will be open to inspections by any member of the Company without payment of any fee.

The Agreement entered into with Mr. Prem Prakash Agrawal in terms of the Special Resolution under item No. 6 of the notice will be made available for inspection at the Registered Office of the Company on any working day, prior to the date of this 15th Annual General Meeting between 11.00 A. M. and 1.00 P. M. and will also be available for inspection from 11.00 A.M. at the place and date of the Meeting. The Board recommends the resolutions set forth in item no. 6 for the approval of Members by way of Special Resolution.

Brief Profile of Mr. Prem Prakash Agrawal, Whole-time Director designated as "Director - Sales & Marketing, pursuant to para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings"), Regulation 36(3) of the SEBI Listing (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, is provided in the table below:

Name of the Director	Mr. Prem Prakash Agrawal
Director Identification No.	01397585
Father's Name	Late Govind Prasad Agrawal
Terms and Conditions of Appointment	As per the Agreement dated 30.03.2019
Remuneration drawn in financial year 2018-19 (including sitting fees, if any)	Rs. 24.00 Lacs
Remuneration proposed to be paid	As per the Agreement dated 30.03.2019 and specifically detailed in the Resolution above.
Date of Birth	17.04.1966
Age	53 Years
Date of first Appointment	11.02.2005 (Since Incorporation)
Brief Resume and expertise in specific functional areas	He was closely associated with Govind Mills Limited (amalgamated with) Gallantt Udyog Limited. Over the period he has understood the business techniques in the field of Production, Marketing, Accounts and Finance etc. He is a Bachelor of Commerce from Gorakhpur University having an aggregate experience of more than twenty seven years in the manufacturing of Wheat Flour Products and more than twenty years in the steel industry. He supervises the functioning of various departments in the organization such as Sales & Marketing, Estimation, Customer Relationship Management, Cost Audit, Human Resources, Purchase, Corporate Communications & IT, day to day administration, finance and accounts.
Qualification	B.Com (H)
Directorship held in other Companies	NIL

Chairman/member of the committee of the Board of Directors of the Company	Chairman: Corporate Social Responsibility Committee Member: Audit Committee Stakeholders Relationship Committee
Chairman/member of the committee of the Board of Directors of other companies in which he/she is a director	NIL
Number of shares held in the Company	25,92,130
No. of Board meetings attended during the financial year 2018-19	11 (Eleven)
Relationship with other Directors, Manager and KMPs of the Company	Mr. Prem Prakash Agrawal is a brother of Mr. Santosh Kumar Agrawal and Mr. Chandra Prakash Agrawal, Executive Directors and uncle of Mr. Mayank Agrawal, Chief Executive Officer of the Company.

ITEM NO. 7**Reappointment of Mr. Nitin Mahavir Prasad Kandoi as a Whole-time Director designated as "Director-Plant Operation" for a period of five years**

The Members of the Company at the Annual General Meeting of the Company held on September 9, 2014 approved the appointment of Mr. Nitin Mahavir Prasad Kandoi as a Whole-time Director designated as "Director-Plant Operation" of the Company and the terms and conditions of appointment including remuneration payable to him for a period of five years with effect from October 10, 2014 to October 09, 2019. Subsequently, remuneration of Mr. Nitin Mahavir Prasad Kandoi was revised (increased) and the same was approved by the Shareholders at the Annual General Meeting held on September 26, 2017. The details of remuneration paid to Mr. Nitin Mahavir Prasad Kandoi during his tenure have been disclosed in the annexure to the Directors' Report and in the Corporate Governance Report of the relevant financial years. Mr. Nitin Mahavir Prasad Kandoi, a promoter of the Company having experience of 24 years in the steel industry, is a Commerce Graduate from Mumbai University. Mr. Kandoi was involved in the operations of the steel manufacturing facility of Gallantt Udyog Limited (formerly Govind Mills Limited) since 1995. He was involved in setting up of the operations of our Company and has been instrumental in the implementation of technological advances made in the manufacturing processes of our 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. Kandoi supervises the operation and functioning of steel and power plants, besides he supervises purchase and procurement departments of

the Company. He is aged about 47 years. The proposed remuneration will be within overall limit of Schedule V of the Companies Act, 2013. In his term of office since inception, Mr. Kandoi 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 Company and attainment of the highest standards of quality. The Company has streamlined the process and achieved great administration within the organization under his superb guidance. In view of the significant contributions made by him, the Board of Directors recommend the reappointment of Mr. Kandoi as a Whole-time Director designated as "Director-Plant Operation" for a period of five years on the remuneration as detailed hereinbelow, which shall be effective from October 10, 2019. The Board of Directors, considering the above, at their meeting held on March 30, 2019, subject to approval of Members of the Company, has accorded approval for re-appointment of Mr. Nitin Mahavir Prasad Kandoi as a Whole-time Director for a term of 5 years with effect from October 10, 2019 to October 09, 2024. The same was recommended by the Nomination and Remuneration Committee to the Board for approval. While recommending the said re-appointment, the Nomination and Remuneration Committee also recommended to increase the remuneration of Mr. Nitin Mahavir Prasad Kandoi. Mr. Nitin Mahavir Prasad Kandoi is a related party to the Company as per Section 2(76) of the Companies Act, 2013. As per Section 177(4) (iv) of the Companies Act, 2013; Regulation 18(3) and 23(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and terms of reference duly approved by the Board of the Company, the Audit Committee has to accord its approval to any related party transaction and accordingly the necessary approval of the Audit Committee for this agenda was obtained. Pursuant to the provisions of Sections 196, 197 and 203 read

with Part I and Section I of Part II of Schedule V, other applicable provisions, if any, of the Companies Act, 2013 and the allied rules made thereunder (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, the aforesaid re-appointment and revision in the remuneration of Mr. Nitin Mahavir Prasad Kandoi, Whole-time Director requires approval of Members of the Company.

Mr. Nitin Mahavir Prasad Kandoi is interested in this resolution. None of the other Directors, Whole Time Directors, Chief Financial Officer, Company Secretary or their relatives have got any concern or interest whether financial or otherwise, if any, in respect of Resolution proposed at item No. 7. Further, presently the Company has got no Manager.

The resolution along with the explanatory statement above may be treated as a written memorandum under Section 190 of the Companies Act, 2013 and in keeping with the provisions of Section 190(2) of the said Act,

the same will be open to inspections by any member of the Company without payment of any fee.

The Agreement entered into with Mr. Nitin Mahavir Prasad Kandoi in terms of the Special Resolution under item No. 7 of the notice will be made available for inspection at the Registered Office of the Company on any working day, prior to the date of this 15th Annual General Meeting between 11.00 A. M. and 1.00 P. M. and will also be available for inspection from 11.00 A.M. at the place and date of the Meeting. The Board recommends the resolutions set forth in item no. 7 for the approval of Members by way of Special Resolution. Brief Profile of Mr. Nitin Mahavir Prasad Kandoi, Whole-time Director designated as “Director – Plant Operation, pursuant to para 1.2.5 of SS-2 (“Secretarial Standard on General Meetings”), Regulation 36(3) of the SEBI Listing (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, is provided in the table below:

Name of the Director	Mr. Nitin Mahavir Prasad Kandoi
Director Identification No.	01979952
Father's Name	Late Mahavir Prasad
Terms and Conditions of Appointment	As per the Agreement dated 30.03.2019
Remuneration drawn in financial year 2018-19 (including sitting fees, if any)	Rs. 24.00 Lacs
Remuneration proposed to be paid	As per the Agreement dated 30.03.2019 and specifically detailed in the Resolution above.
Date of Birth	21.07.1972
Age	47 Years
Date of first Appointment	15.07.2007
Brief Resume and expertise in specific functional areas	Mr. Nitin Mahavir Prasad Kandoi, a promoter of the Company having experience of 24 years in the steel industry, is a Commerce Graduate from Mumbai University. Mr. Kandoi was involved in the operations of the steel manufacturing facility of Gallantt Udyog Limited (formerly Govind Mills Limited) since 1995. He was involved in setting up of the operations of our Company and has been instrumental in the implementation of technological advances made in the manufacturing processes of our 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. Kandoi supervises the operation and functioning of steel and power plants, besides he supervises purchase and procurement departments of the Company.
Qualification	B.Com (H)
Directorship held in other Companies	Gallantt Metal Limited
Chairman/member of the committee of the Board of Directors of the Company	NIL
Chairman/member of the committee of the Board of Directors of other companies in which he/she is a director	Chairman: Stakeholders Relationship Committee of Gallantt Metal Limited Member: 1. Audit Committee of Gallantt Metal Ltd. 2. Nomination and Remuneration Committee of Gallantt Metal Ltd.
Number of shares held in the Company	4,75,000
No. of Board meetings attended during the financial year 2018-19	13 (Thirteen)
Relationship with other Directors, Manager and KMPs of the Company	No relation.

ITEM NO. 8**Appointment of Mr. Ashtbhuja Prasad Srivastava (DIN: 08434115) as an Independent Director**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on April 29, 2019 approved the appointment of Mr. Ashtbhuja Prasad Srivastava (DIN: 08434115) as an Additional Director in the category of Independent Director, not liable to retire by rotation, for a term of five years with effect from April 29, 2019 valid till April 28, 2024.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and applicable clause of Articles of Association of the Company, Mr. Ashtbhuja Prasad Srivastava shall hold office up to the date of this Annual General Meeting ("AGM") as he is appointed by the Board as Additional Director and is eligible to be appointed as Director of the Company. The Company has, in terms of Section 160(1) of the Companies Act, 2013 received in writing a notice from Mr. Ashtbhuja Prasad Srivastava, signifying his candidature as a Director and also received a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 read with Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, he has confirmed that he is not aware of any circumstance or situation which exists or may be

reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, he fulfils the condition specified in the Companies Act, 2013, Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements Regulations,) 2015 for appointment as Independent Director and he is independent of the management of the Company.

Terms and conditions of his appointment as mentioned in the letter for appointment of Mr. Ashtbhuja Prasad Srivastava as Independent Director would be available for inspection without any fee by the Members at the Registered Office of the Company on all working days, except Saturday, between 11:00 a.m. and 1:00 p.m. up to the date of the ensuing Annual General Meeting. Mr. Ashtbhuja Prasad Srivastava is deemed to be interested in the proposed resolution mentioned at Item No. 8 of the Notice.

None of the Directors or Key Managerial Personnel of the Company, and/ or their relatives other than Mr. Ashtbhuja Prasad Srivastava are, in any way, concerned or interested, financially or otherwise, in the proposed resolution mentioned at Item No. 8 of the Notice.

The Board recommends the resolutions set forth in Item No. 8 for the approval of Members by way of an Ordinary Resolution.

Brief Profile of Mr. Ashtbhuja Prasad Srivastava, Independent Director pursuant to para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings"), Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, is provided in the table below:

Name of the Director	Mr. Ashtbhuja Prasad Srivastava
Director Identification No.	08434115
Father's Name	Shri Umashanker Lal Srivastava
Terms and Conditions of Appointment	As per the appointment letter dated 29.04.2019.
Remuneration drawn in financial year 2018-19 (including sitting fees, if any)	N.A.
Remuneration proposed to be paid	Sitting Fees
Date of Birth	24.06.1951
Age	68 Years
Date of first Appointment	29.04.2019
Brief Resume and expertise in specific functional areas	Mr. Ashtbhuja Prasad Srivastava, aged about 68 years, has been an officer of Indian Revenue Service (IRS), 1976 batch. Being in the post of Chief Commissioner, Income Tax Mr. Ashtbhuja Prasad Srivastava has a vast experience of 35 years in the field of finance, accounts, taxation and audit. His vast expertise would be an asset for the Company as he would prove to be an accomplished team leader, mentor and motivator with excellent administrative capabilities. He has the expertise to formulate effective strategies, innovative tax planning and effectively manage compliance of taxation law. At present he is not associated with any company or organization.

Qualification	Indian Revenue Service
Directorship held in other Companies	Gallantt Metal Limited
Chairman/member of the committee of the Board of Directors of the Company	Member of Nomination and Remuneration Committee
Chairman/member of the committee of the Board of Directors of other companies in which he/she is a director	NIL
Number of shares held in the Company	NIL
No. of Board meetings attended during the financial year 2018-19	N.A.
Relationship with other Directors, Manager and KMPs of the Company	No relation.

ITEM NO. 9**Appointment of Mr. Dindayal Jalan (DIN: 00006882) as an Independent Director**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on June 23, 2019 approved the appointment of Mr. Dindayal Jalan (DIN: 00006882) as an Additional Director in the category of Independent Director, not liable to retire by rotation, for a term of five years with effect from June 23, 2019 valid till June 22, 2024.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and applicable clause of Articles of Association of the Company, Mr. Dindayal Jalan shall hold office up to the date of this Annual General Meeting ("AGM") as he is appointed by the Board as Additional Director and is eligible to be appointed as Director of the Company. The Company has, in terms of Section 160(1) of the Companies Act, 2013 received in writing a notice from Mr. Dindayal Jalan, signifying his candidature as a Director and also received a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 read with Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, he has confirmed that he is not aware of any circumstance or situation which exists or may be

reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, he fulfils the condition specified in the Companies Act, 2013, Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as Independent Director and he is independent of the management of the Company.

Terms and conditions of his appointment as mentioned in the letter for appointment of Mr. Dindayal Jalan as Independent Director would be available for inspection without any fee by the Members at the Registered Office of the Company on all working days, except Saturday, between 11:00 a.m. and 1:00 p.m. up to the date of the ensuing Annual General Meeting. Mr. Dindayal Jalan is deemed to be interested in the proposed resolution mentioned at Item No. 9 of the Notice.

None of the Directors or Key Managerial Personnel of the Company, and/ or their relatives other than Mr. Dindayal Jalan are, in any way, concerned or interested, financially or otherwise, in the proposed resolution mentioned at Item No. 9 of the Notice.

The Board recommends the resolutions set forth in Item No. 9 for the approval of Members by way of an Ordinary Resolution.

Brief Profile of Mr. Dindayal Jalan, Independent Director pursuant to para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings"), Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, is provided in the table below:

Name of the Director	Mr. Dindayal Jalan
Director Identification No.	00006882
Father's Name	Mr. Parmeshwar Lal Jalan
Terms and Conditions of Appointment	As per the appointment letter dated 23.06.2019.
Remuneration drawn in financial year 2018-19 (including sitting fees, if any)	N.A.
Remuneration proposed to be paid	Sitting Fees
Date of Birth	29.09.1956
Age	63 Years
Date of first Appointment	23.06.2019
Brief Resume and expertise in specific functional areas	Mr. Dindayal Jalan, aged about 63 years is a Chartered Accountant and has vast expertise of over 40 years in financial management, corporate negotiations, financial control, business planning, due diligence, business development, treasury, capital raising, business structuring, investor relations, commercial, taxation, people development and strategic planning. Mr. Jalan is pursuing an entrepreneurial stint by developing projects in Agriculture space and promoting start ups through angle network. He superannuated in late 2016 as the Group Chief Financial officer of Vedanta Resources Plc. and an Executive Director and CFO of Vedanta Ltd. Mr. Jalan started his career in 1978 with the Aditya Birla Group's, Hindusthan Gas & Industries Ltd as a management trainee. He was instrumental in transforming iron ore business of the associate Essel Mining to a mechanised mining & setting up a new SME business. He moved to Birla Copper as a Jt. Executive President (Finance and Commerce) where he was involved from the project phase of its copper smelting business to developing it into a robust operating unit. He was responsible for raising finance, setting up of business process and system, organisation building for finance, concentrate procurement, marketing and commodity hedging. Mr. Jalan joined Sterlite Industries, now Vedanta, in 2001 as President Australian operation for its mining operations in Australia. He lead the turnaround of operation and developed a good understanding of working in a multicultural environment. He moved to the position of CFO of Sterlite in 2003 and then to the CFO of Vedanta Resources PLC, a FTSE 250, London listed co, in 2005. He provided strategic leadership in overall finance area with a clear focus on enhancing shareholder value. He was closely partnering the CEO to drive business performance.
Qualification	Chartered Accountants
Directorship held in other Companies	Gallantt Metal Limited
Chairman/member of the committee of the Board of Directors of the Company	NIL
Chairman/member of the committee of the Board of Directors of other companies in which he/she is a director	NIL
Number of shares held in the Company	NIL
No. of Board meetings attended during the financial year 2018-19	N.A.
Relationship with other Directors, Manager and KMPs of the Company	No relation.

ITEM NO. 10**Appointment of Mrs. Smita Modi (DIN: 01141396) as an Independent Director**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on June 23, 2019 approved the appointment of Mrs. Smita Modi (DIN: 01141396) as an Additional Director in the category of Independent Director, not liable to retire by rotation, for a term of five years with effect from June 23, 2019 valid till June 22, 2024.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and applicable clause of Articles of Association of the Company, Mrs. Smita Modi shall hold office up to the date of this Annual General Meeting ("AGM") as she is appointed by the Board as Additional Director and is eligible to be appointed as Director of the Company. The Company has, in terms of Section 160(1) of the Companies Act, 2013 received in writing a notice from Mrs. Smita Modi, signifying her candidature as a Director and also received a declaration to the effect that she meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 read with Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, he has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact

her ability to discharge her duties. In the opinion of the Board, she fulfils the condition specified in the Companies Act, 2013, Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 for appointment as Independent Director and she is independent of the management of the Company.

Terms and conditions of her appointment as mentioned in the letter for appointment of Mrs. Smita Modi as Independent Director would be available for inspection without any fee by the Members at the Registered Office of the Company on all working days, except Saturday, between 11:00 a.m. and 1:00 p.m. up to the date of the ensuing Annual General Meeting. Mrs. Smita Modi is deemed to be interested in the proposed resolution mentioned at Item No. 10 of the Notice.

None of the Directors or Key Managerial Personnel of the Company, and/ or their relatives other than Mrs. Smita Modi are, in any way, concerned or interested, financially or otherwise, in the proposed resolution mentioned at Item No. 10 of the Notice.

The Board recommends the resolutions set forth in Item No. 10 for the approval of Members by way of an Ordinary Resolution.

Brief Profile of Mrs. Smita Modi, Independent Director pursuant to para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings"), Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, is provided in the table below:

Name of the Director	Mrs. Smita Modi
Director Identification No.	01141396
Father's Name	Mr. Ganga Saran Shukla
Terms and Conditions of Appointment	As per the appointment letter dated 23.06.2019.
Remuneration drawn in financial year 2018-19 (including sitting fees, if any)	N.A.
Remuneration proposed to be paid	Sitting Fees
Date of Birth	11-10-1955
Age	64 Years
Date of first Appointment	23.06.2019
Brief Resume and expertise in specific functional areas	Mrs. Smita Modi, aged about 64 years completed her graduation and post graduation in Obstetrics and Gynaecology from BRD Medical College, Gorakhpur. She is successfully running a Nursing Home along with working actively in Arogya Mandir, a naturopathy centre. Arogya Mandir was established by famous naturopath and freedom fighter late Vithaldas Modi in 1940.
Qualification	M.B.B.S. BRD Medical College, Gorakhpur
Directorship held in other Companies	Buddha Diagnostic Centre Private Limited

Chairman/member of the committee of the Board of Directors of the Company	Chairman: Audit Committee Member: Stakeholders Relationship Committee Nomination and Remuneration Committee Corporate Social Responsibility Committee
Chairman/member of the committee of the Board of Directors of other companies in which he/she is a director	NIL
Number of shares held in the Company	NIL
No. of Board meetings attended during the financial year 2018-19	N.A.
Relationship with other Directors, Manager and KMPs of the Company	No relation.

ITEM NO. 11

To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2020 the Board of Directors at its meeting held on August 13, 2019 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 31st March, 2020, at a remuneration amounting to Rs. 50,000 (Rupees Fifty Thousand 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, consent of the members is sought for approving the Ordinary Resolution as set out in Item No. 11 for ratification by the shareholders at the ensuing Annual General Meeting 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. 11 of this Notice. The Board recommends the resolutions set forth in item no. 11 for the approval of Members by way of Ordinary Resolution.

For Gallantt Ispat Limited

Date: August 13, 2019
Place: Gorakhpur

Nitesh Kumar
(Company Secretary)

Road Map of Venue of 15th Annual General Meeting



GALLANTT ISPAT LIMITED

CIN: L27109DL2005PLC350523

"GALLANTT HOUSE", I-7, Jangpura Extension, New Delhi – 110014.

Telefax: 011-41645392; Email: nitesh@gallantt.com

Website: www.gallantt.com

ATTENDANCE SLIP

Annual General Meeting, Thursday, the 26th day of September, 2019 at 11.00 a.m. at **Geeta Bhawan", 16, Block C, Jangpura Extension, Jangpura, Delhi- 110014**

Name of the Shareholder	
Address	
Registered Folio/ DP ID & Client ID	
No of Shares held	
Name of the Proxy / Authorised Representative, if any	

I / We hereby record my / our presence at the ANNUAL GENERAL MEETING of the Company to be held on Thursday, the 26th day of September, 2019 at 11.00 a.m. at **Geeta Bhawan", 16, Block C, Jangpura Extension, Jangpura, Delhi - 110014**

Signature of Shareholder/ Proxy/ Authorised Representative

Note: The Member/Proxy must bring this Attendance Slip to the Meeting, duly completed and signed, and hand over the same at the venue entrance.

GALLANTT ISPAT LIMITED**CIN: L27109DL2005PLC350523**

"GALLANTT HOUSE", I-7, Jangpura Extension, New Delhi – 110014.

Telefax: 011-41645392; Email: nitesh@gallantt.com

Website: www.gallantt.com

FORM NO. MGT-11**Proxy Form**

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
E-mail ID	
Folio No. / *DP-ID & Client	

**Applicable for Investors holding shares in electronic form.*

I / We, being the member (s) of shares of the above named company, hereby appoint:

1.	Name:	Address:
	E-mail Id:	Signature:

Or failing him

2.	Name:	Address:
	E-mail Id:	Signature:

Or failing him

3.	Name:	Address:
	E-mail Id:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Thursday, 26th day of September, 2019 at 11.00 a.m. at **Geeta Bhawan", 16, Block C, Jangpura Extension, Jangpura, Delhi - 110014** and at any adjournment thereof in respect of such resolutions as is/are indicated below:-

**** I/We wish my/our above Proxy to vote in the manner as indicated in the box below:-**

Item No.	Resolution(s)		
	Ordinary Business	For	Against
1	To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, 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. Nitin Mahavir Prasad Kandoi (DIN: 01979952), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.		
3.	To consider and approve the appointment of M/s. Maroti & Association, Chartered Accountants as Statutory Auditors of the Company for a term of 5 (five) years from conclusion of 15th Annual General Meeting until the conclusion of the 20th Annual General Meeting and to fix their remuneration.		

	Special Business	For	Against
4.	Reappointment of Mr. Chandra Prakash Agrawal (DIN: 01814318) as a Managing Director for a period of five years		
5.	Reappointment of Mr. Santosh Kumar Agrawal (DIN: 01045228) as a Whole-time Director designated as "Director-Sales & Marketing" for a period of five years		
6.	Reappointment of Mr. Prem Prakash Agrawal (DIN: 01397585) as a Managing Director for a period of five years		
7.	Reappointment of Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952) as a Whole-time Director designated as "Director (Plant Operation) for a period of five years		
8.	Appointment of Mr. Ashtbhuja Prasad Srivastava (DIN: 08434115) as an Independent Director		
9.	Appointment of Mr. Dindyal Jalan (DIN: 00006882) as an Independent Director		
10.	Appointment of Mrs. Smita Modi (DIN: 01141396) as an Independent Director		
11.	Approval of payment of Remuneration to Cost Auditor.		

Affix Re.1
Revenue
Stamp

Signed this day of 2019.

Signature of Shareholder

Signature of Proxy holder(s):

Notes:

1. This form should be signed across the stamp as per specimen signature registered with the Company.
2. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
3. A proxy need not be a member of the Company.
4. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. **This is only optional. Please put a 'x' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
6. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
7. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.