



**National Steel & Agro Industries Ltd**

June 22, 2021

Ref. No.: NSAIL/SEC/2021-22

To,

BSE Limited

1<sup>st</sup> Floor, New Trading Ring,

Rotunda Building, P J Towers,

Dalal Street, Fort,

Mumbai - 400 001

To,

National Stock Exchange of India Limited

'Exchange Plaza', C-1, Block G,

Bandra - Kurla Complex,

Bandra (E)

Mumbai 400 051

**Ref: Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['SEBI (LODR) Regulations'].**

**Sub: Extract of the minutes of the Board Meeting for considering re-classification of Promoters under Regulation 31A of SEBI (LODR) Regulations.**

**Dear Sir/Madam,**

We refer to our intimation dated November 19, 2020 and March 25, 2021 informing regarding the receipt of the request letters from the following Promoters of the Company seeking re-classification of their shareholding from '*Promoter & Promoter Group*' Category to '*Public*' Category and removal of names from '*Promoter & Promoter Group*' of the Company.





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| S. No. | Name of the requestee Promoter | Date of Receipt of request by the Company | Date of Intimation to the Stock Exchanges | No. of Shares held | Percentage |
|--------|--------------------------------|-------------------------------------------|-------------------------------------------|--------------------|------------|
| 1.     | Ruchi Soya Industries Limited  | November 18, 2020                         | November 19, 2020                         | 8,83,500           | 1.99       |
| 2.     | Sandhya Khandelwal             | March 25, 2021                            | March 25, 2021                            | 12,600             | 0.03       |
| 3.     | Shashwat Trust                 | March 25, 2021                            | March 25, 2021                            | 92,350             | 0.21       |
| 4.     | Nitesh Shahra                  | March 25, 2021                            | March 25, 2021                            | 8,000              | 0.02       |
| 5.     | Suresh Shahra (HUF)            | March 25, 2021                            | March 25, 2021                            | 10,000             | 0.02       |
| 6.     | Savitri Devi Shahra            | March 25, 2021                            | March 25, 2021                            | -                  | -          |
| 7.     | Navneet Zalani                 | March 25, 2021                            | March 25, 2021                            | -                  | -          |
| 8.     | Navneet Zalani (HUF)           | March 25, 2021                            | March 25, 2021                            | -                  | -          |

We further refer to the intimation dated June 11, 2021 regarding the outcome of the Board Meeting wherein few requests were approved after Board of Directors expressed their views pursuant to Regulation 31A of SEBI (LODR) Regulations, 2015. The minutes of the Board Meeting convened on June 11, 2021 were duly entered under the Minutes Book on





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June 22, 2021 in compliance with the provisions of Companies Act, 2013 read with applicable Secretarial Standard – 1.

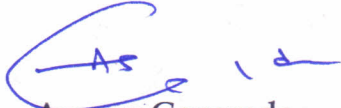
Further, in accordance with Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the extracts of the Minutes of the Board Meeting considering such requests are enclosed herewith.

Kindly take this on record and acknowledge receipt of this intimation.

Thanking You,

Yours Faithfully,

**For National Steel and Agro Industries Limited**

  
Anurag Gangrade

Company Secretary

Membership No.: FCS 9187





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CERTIFIED TRUE COPY OF THE EXTRACT OF MINUTES OF THE FIRST MEETING OF FINANCIAL YEAR 2021-22 OF THE BOARD OF DIRECTORS OF THE COMPANY HELD ON FRIDAY, 11<sup>TH</sup> JUNE, 2021 AT 3:30 P.M. AT THE ADMINISTRATIVE OFFICE OF THE COMPANY, 401, MAHAKOSH HOUSE, 7/5 SOUTH TUKOGANJ, INDORE (M.P.).

To consider the requests received from Promoters of the Company for reclassification of shareholding from 'Promoter & Promoter Group' Category to 'Public' Category and removal of names from 'Promoter & Promoter Group' Category.

The Board members were informed that the Company has received requests for reclassification of shareholding from '*Promoter & Promoter Group*' Category to '*Public*' Category and removal of names from '*Promoter & Promoter Group*' Category in pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') from following promoters of the Company:

| S. No. | Name of the requestee Promoter | Date of Receipt of request by the Company | Date of Intimation to the Stock Exchanges | No. of Shares held | Percentage |
|--------|--------------------------------|-------------------------------------------|-------------------------------------------|--------------------|------------|
| 1.     | Ruchi Soya Industries Limited  | November 18, 2020                         | November 19, 2020                         | 8,83,500           | 1.99       |
| 2.     | Sandhya Khandelwal             | March 25, 2021                            | March 25, 2021                            | 12,600             | 0.03       |
| 3.     | Shashwat Trust                 | March 25, 2021                            | March 25, 2021                            | 92,350             | 0.21       |
| 4.     | Nitesh Shahra                  | March 25, 2021                            | March 25, 2021                            | 8,000              | 0.02       |





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|    |                         |                |                |        |      |
|----|-------------------------|----------------|----------------|--------|------|
| 5. | Suresh Shahra<br>(HUF)  | March 25, 2021 | March 25, 2021 | 10,000 | 0.02 |
| 6. | Savitri Devi<br>Shahra  | March 25, 2021 | March 25, 2021 | -      | -    |
| 7. | Navneet Zalani          | March 25, 2021 | March 25, 2021 | -      | -    |
| 8. | Navneet Zalani<br>(HUF) | March 25, 2021 | March 25, 2021 | -      | -    |

The Board members were requested to note that Ruchi Soya Industries Limited, Mr. Nitesh Shahra, Mr. Navneet Zalani and Navneet Zalani (HUF) are satisfying all the conditions specified in sub clauses (i) to (vii) of clause (b) of sub regulation 3 of Regulation 31A of the Listing Regulations. Further, the rationale for such re-classification/removal of name is that these promoters are no way related to any of the business carried out by the Company and they are not engaged in the management or day to day affairs of the Company. Furthermore, they do not have any right either to appoint any Director of the Company or an ability to control the management or policy decisions of the Company in any manner whatsoever including by virtue of their shareholding and that none of their act would influence the decision taken by the Company.

However, the board members were requested to note that in respect of requests received from the following Promoters, the Company has sought clarification with regard to compliance of conditions stipulated in Regulation 31A of the Listing Regulations which the Company has not received till date of this Board Meeting.





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1. Mrs. Sandhya Khandelwal;
2. Mrs. Savitri Devi Shahra;
3. Umesh Shahra on behalf of Shashwat Trust; and
4. Suresh Chandra Shahra (HUF).

Accordingly, the Board has decided to consider the request of aforesaid promoters in the forthcoming Board Meeting of the Company.

Accordingly, on the basis of the rationale and the confirmation provided in accordance with provisions of Regulation 31A of the Listing Regulations, the Board was of the view that the requests for reclassification of shareholding and removal of name be accepted and approved by the Board of Directors of the Company, which shall be subject to the approval of members of the Company, BSE Limited, National Stock Exchange of India Limited and/or such other approval, if any, as may be necessary in this regard.

The Board was also informed that none of the Directors of the company is/are interested in this resolution.

The Board considered the matter and passed the following resolution unanimously:

"RESOLVED THAT pursuant to the provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('The Listing Regulations') and subject to the approval of the members of the Company, BSE Limited, National Stock Exchange of India Limited and/or such other approval, if any, as may be required, the requests for reclassification of shareholding from 'Promoter & Promoter Group' Category to 'Public' Category and removal of name from 'Promoter & Promoter Group' Category as received from the below mentioned promoters be and are hereby





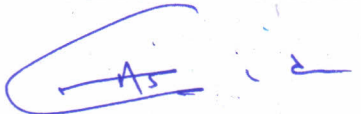
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hereby approved by the Board of Directors of the Company:

| S. No. | Name of the Promoter(s)       | Date of receipt of request by the Company | Date of Intimation to the Stock Exchanges | No. of Shares held | (%)  |
|--------|-------------------------------|-------------------------------------------|-------------------------------------------|--------------------|------|
| 1.     | Ruchi Soya Industries Limited | November 18, 2020                         | November 19, 2020                         | 8,83,500           | 1.99 |
| 2.     | Nitesh Shahra                 | March 25, 2021                            | March 25, 2021                            | 8,000              | 0.02 |
| 3.     | Navneet Zalani                | March 25, 2021                            | March 25, 2021                            | -                  | -    |
| 4.     | Navneet Zalani (HUF)          | March 25, 2021                            | March 25, 2021                            | -                  | -    |

RESOLVED FURTHER THAT Mr. Santosh Shahra - Executive Chairman, Mr. Manoj Khetan- Whole-Time Director & CFO and Mr. Anurag Gangrade - Company Secretary of the Company be and are hereby severally authorized to sign applications, papers, documents etc. and to do all such acts, deeds, matters and things as it may, in their absolute discretion, deem necessary or desirable and to settle any questions, difficulty or doubt that may arise in order to give effect to the above resolution for and on behalf of the Company."

**CERTIFIED TO BE TRUE COPY**  
**For National Steel and Agro Industries Limited**

  
**Anurag Gangrade**  
**Company Secretary**

**Membership No.: FCS 9187**

