



# Steel Exchange India Limited

Regd. Office : D.No:1-65/K/60, Plot No:60, Abhis Hiranya, 1<sup>ST</sup> Floor, Kavuri Hills, Hyderabad- 81<sup>TS</sup>.

Phone: +91-40-23403725, 23413267, 40033501

Corp. Office : Block-A, Green City Towers, Green City, Vadlapudi , Visakhapatnam-530049, A.P

Phone: +91-891-2587175, 2749215, [www.seil.co.in](http://www.seil.co.in), **E-mail** : [info@seil.co.in](mailto:info@seil.co.in)

GSTIN : 36AABCP9362L1ZX & 37AABCP9362L1ZV

CIN : L74100TG1999PLC031191

**March 06, 2026**

To  
The Manager,  
Department of Corporate Services,  
BSE Limited  
P.J. Towers, Dalal Street,  
Port, Mumbai – 400001

To  
The Manager,  
Listing Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051

**Scrip Code: 534748/960441**

**Scrip Code: STEELXIND**

Dear Sir/Ma'am,

**Sub:** Notice of 1<sup>st</sup> Extraordinary General Meeting (EGM) for FY 2025-26 scheduled on 30th March, 2026 - Reg,

With reference to the above subject, we wish to inform you that the 1<sup>st</sup> Extraordinary General Meeting (EGM) for FY 2025-26 of the members of Steel Exchange India Limited ("The Company") will be held on Monday, the 30th day of March, 2026 at 11.30 a.m. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the business, as set out in the Notice of Extraordinary General Meeting enclosed herewith.

We further inform you that the Register of Members & Share Transfer Books of the Company will remain closed from Tuesday, the 24th day of March, 2026 to Monday, the 30th day of March, 2026 (both days inclusive) for the purpose of Extraordinary General Meeting (EGM) of the Company.

Further, member of the company holding shares in physical or dematerialized form as on 23rd March, 2026 (cut-off date) shall be entitled to vote by electronic means.

The Notice of EGM is being sent today i.e., on 06th March, 2026, electronically to those Members whose email IDs are registered with Venture Capital and Corporate Investments Private Limited ("Registrar and Transfer Agents" of the Company) or the Depositories. The Notice of the EGM shall also be made available on the Company's website at [seil.co.in](http://seil.co.in).

We request you to take the same on your records.

Thanking you,

Yours faithfully,

For **Steel Exchange India Limited**

**Raveendra Babu M**

Company Secretary & Compliance Officer

M.No: A34409

**As Enclosed**

**WORKS**

**Integrated Steel Plant:** Sreerampuram, L.Kota Mandal, Vizianagaram District - 535161. Phone: +91-8966-267218, 267111

# STEEL EXCHANGE INDIA LIMITED

(CIN: L74100TG1999PLC031191)

Registered Office: # D.NO:1-65/K/60, Plot No:60, Abhi's Hiranya, 1<sup>st</sup> Floor, Kavuri Hills, Hyderabad-500081, Telangana.

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## NOTICE OF 1<sup>st</sup> EXTRAORDINARY GENERAL MEETING FOR FY 2025-26 EGM DATE: 30<sup>th</sup> March 2026

### PLANT LOCATIONS

Integrated Steel Plant (ISP) -Sponge Iron Division, Rolling Division, SMS Billet Unit and 60 MW Power Plant: Malliveedu, L. Kota Mandal, Vizianagaram District-533301.

Notice is hereby given that the 1<sup>st</sup> Extraordinary General Meeting (EGM) of the FY 2025-26 of the Members of Steel Exchange India Limited (“the Company”) will be held on Monday, the 30<sup>th</sup> March 2026 at 11.30 A.M. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) without the physical presence of the Members at a common venue, to transact the business(es) mentioned below:

**Special Business:**

**Item No 1. To issue Convertible Equity Warrants to Promoter Group of the Company and Non-Promoter Entities on preferential basis:**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) (hereinafter referred to as the “Act”) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the provisions of Chapter V – “Preferential Issue” and other applicable provisions, if any, of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be modified or re-enacted from time to time (hereinafter referred to as “SEBI ICDR Regulations”), the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the “Listing Regulations”) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and all other applicable laws, rules, regulations, notifications, guidelines, circulars and clarifications issued by various authorities including but not limited to the Government of India (“GOI”), the Securities and Exchange Board of India (“SEBI”), the Ministry of Corporate Affairs (“MCA”) and other competent authorities, and subject to the approvals, permissions, sanctions and consents as may be necessary from any regulatory and other appropriate authorities (including but not limited to the GOI, SEBI, MCA, etc.), and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred by this resolution), the consent of the Company be and is hereby accorded to the Board to create, offer, issue and allot, in one or more tranches, up to 36,14,60,300 (Thirty-six crore fourteen lakh sixty thousand three hundred) Convertible Equity Warrants (“**Warrants**”) of the Company having a face value of Re.1/- (Rupee One only) each, at an issue price of Rs.9.45/- per Warrant (including a premium of Rs. 8.45 per Warrant) which is a price higher than the price as determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations for an aggregate consideration not exceeding Rs.350,00,00,000 /- (Rupees Three Hundred and Fifty Crores Only), by way of a preferential allotment and in such manner and on such other terms and conditions, as the Board may, in its absolute discretion, think fit to the following persons (“Proposed Allottees”):

S.No.	Name of Proposed Allottee	Category	No. of Warrants proposed to issue and allot	Warrant Consideration (Rs)
1	M/s India Coke and Power Private Limited	Non-promoter	15,87,30,150	1,49,99,99,917.50
2	M/s IMR Steel Private Limited	Non-promoter	15,87,30,150	1,49,99,99,917.50
3	M/s Jurox Enterprises Private Limited	Non-promoter	75,00,000	7,08,75,000.00

4	M/s Thomson & Wyman Enterprises Private Limited	Non-promoter	75,00,000	7,08,75,000.00
5	M/s Amar Advisors Private Limited	Non-promoter	20,00,000	1,89,00,000.00
6	M/s Venus partners (Represented by Partners 1. Somasundaram B 2. Sahil Kumar 3. Puneet Arora 4. Navin Kumar)	Non-promoter	40,00,000	3,78,00,000.00
7	M/s Satyatej Vyapaar Private Limited	Promoter Group	2,30,00,000	21,73,50,000.00
<b>Total</b>			<b>36,14,60,300</b>	<b>3,41,57,99,835.00</b>

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of the Warrants is 27<sup>th</sup> February 2026, being the date 30 days prior to the date of this EGM (“Relevant Date”) on which this special resolution is proposed to be passed.

**RESOLVED FURTHER THAT** the minimum price of the Warrants so issued shall not be less than the price arrived at, in accordance with Chapter V of ICDR Regulations and on such terms and conditions, as are stipulated in the explanatory statement attached and as determined by the Board in accordance with the ICDR Regulations and other applicable laws.

**RESOLVED FURTHER THAT** the Issue Price of Rs. 9.45/- (Indian Rupees Nine and Forty-Five paise only) per Warrant, for preferential issue is not less than the floor price arrived at in accordance with Regulation 164 and 166A of Chapter V of the SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above Resolution, the issue of the Warrants to the Proposed Allottees under the Preferential Issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

a) The Equity Shares to be so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing Equity Shares of the Company. The Warrants may be exercised into Equity Shares as aforesaid by the Warrant holder(s) at any time before the expiry of 18 months from the date of allotment of the Warrants.

b) The Equity Shares to be allotted on exercise of the Warrants shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.

c) The Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, upon demerger / realignment, rights issue or undertakes consolidation/sub-division/reclassification of equity shares or such other similar event so or circumstances requiring adjustments as permitted under SEBI ICDR Regulations and all other applicable regulations from time to time.

d) A Warrant subscription price equivalent to 25% (i.e. the upfront amount) of the issue price will be payable at the time of subscription to the Warrants, as prescribed by Regulation 169 of the SEBI ICDR

Regulations, which will be kept by the Company to be adjusted and appropriated against the issue price of the Warrants. A Warrant exercise price equivalent to the 75% of the issue price shall be paid at the time of allotment of the equity shares pursuant to exercise of options against each such Warrant by the Warrant Holder.

e) The respective Warrant Holders shall make payment of Warrant subscription price and Warrant exercise price from their own bank account into the designated bank account of the Company and in the case of joint holders, shall be received from the bank account of the person whose name appears first in the application.

f) In the event the Warrant Holder(s) does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.

g) The said Warrants shall be issued and allotted by the Company to the Proposed Allottees within a period of 15 days from the date of passing of this resolution provided that where the allotment of the said Warrants is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval. Allotment of Equity Shares pursuant to exercise of the Warrants will be completed within 15 days from the date of such exercise by the Proposed Allottee.

h) The Warrant holder shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations, and laws, be entitled to apply for and be allotted one equity share against each Warrant.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the Proposed Allottees and issue a private placement offer cum application letter in the Form PAS-4 to the Proposed Allottees inviting to subscribe to the Warrants in accordance with the provisions of the applicable Acts.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Warrants, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board / any Committee of the Board, be and is hereby authorized on behalf of the Company to take all actions and to do all such acts, deeds, matters and things (including sub-delegating its powers to such other authorized representatives) as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, including deciding the dates of allotment, revising the Relevant Date in accordance with applicable law, deciding and / or finalizing other terms of issue and allotment in consonance with the SEBI ICDR Regulations, appointing intermediaries, advisors, consultants, bankers, other agencies, applying to depositories for admission of securities / lock-in of securities, giving credit for securities so allotted directly into the depository accounts of the Proposed Allottees, listing of the equity shares upon exercise of Warrants, and to modify, accept and give effect to any modifications to the terms and conditions of the issue as may be required by the statutory, regulatory and other appropriate authorities including but not limited to GOI, SEBI, MCA, etc. and such other approvals (including approvals of the existing lenders of the Company, if required) and as may be agreed by the Board, and to settle all questions, difficulties or doubts that may arise in the proposed issue, pricing of the issue, allotment of Warrants, allotment and listing of the equity shares arising there from, including utilization of the issue proceeds, canceling the unsubscribed portion (if any) and to execute all such affidavits, agreements, applications, deeds,

declarations, documents, forms, letters, returns, undertakings, writings, etc. in connection with the proposed issue as the Board may in its absolute discretion deem necessary or desirable without being required to seek any further consent or approval of the shareholders or otherwise with the intent that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any committee of the Board or any one or more Director(s)/ Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** the members be and hereby take note of certificate from B S S & Associates, Practicing Company Secretaries, as required under Regulation 163(2) of the ICDR Regulations certifying that the above issue of the Warrants is being made in accordance with the ICDR Regulations.

**RESOLVED FURTHER THAT** all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified, and confirmed in all respects.”

By Order of the Board of Directors  
For **Steel Exchange India Limited**

Sd/-

**Raveendra Babu M**  
**Company Secretary**  
**M.No: A34409**

Place: Hyderabad  
Date: 04.03.2026

**Notes:**

1. The Ministry of Corporate Affairs (“MCA”) vide its various circulars issued from time to time have permitted the holding of the Extra Ordinary General Meeting (“EGM” or ‘Meeting’) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) facility, without the physical presence of the members at a common venue In compliance with the provisions of the Companies Act, 2013 (“Act”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the relevant MCA Circulars, the EGM of the Company is being conducted through VC/ OAVM, and does not require physical presence of members at a common venue.
2. A Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since the EGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the Members will not be available.
3. Members can join the EGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1,000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the EGM through VC/OAVM and cast their votes through e-voting.
6. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at [www.seil.co.in](http://www.seil.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM/) i.e., [www.evotingindia.com](http://www.evotingindia.com).
8. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (Act), relating to the Special Business under Item Nos. 1 of the Notice, is annexed hereto.

9. All documents referred to in this Notice and the Explanatory Statement annexed hereto will also be available for electronic inspection without any fee by the members from the date of circulation of this notice up to the date of EGM, i.e., March 30, 2026. Members seeking to inspect such documents can send an email to [cs@seil.co.in](mailto:cs@seil.co.in).
10. As per Regulation 40 of the Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrars and Transfer Agents, **M/s. Venture Capital and Corporate Investments Private Limited**, Hyderabad for assistance in this regard.
11. In view of the 'Green Initiatives in Corporate Governance' introduced by MCA and in terms of the provisions of the Companies Act, 2013, Members who are holding shares of the Company in physical mode, are required to register their email addresses, so as to enable the Company to send all notices/ reports/ documents/ intimations and other correspondences, etc., through emails in the electronic mode instead of receiving physical copies of the same. Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register / update their email addresses with their Depository Participant(s)
12. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, the 24th day of March 2026 to Monday, the 30th day of March 2026 (both days inclusive).
13. **Remote e-Voting:** Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members through e-Voting agency with M/s. Central Depository Services (India) Limited (CDSL). **Only those** Members, whose names appear in Register of Members / List of beneficial owners as on Monday, March 23, 2026 ("Cut-off Date") shall be entitled to vote (through remote e-voting and during EGM) on the resolutions set forth in this Notice and their voting rights shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date. A person who is not a member as on the Cut-off Date should treat this Notice for information only.
14. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM on its behalf and to vote either through remote e-voting or during the GM. The said Resolution/ Authorization should be sent electronically through their registered email address to the Scrutinizer at [cs@bssandassociates.com](mailto:cs@bssandassociates.com) with a CC marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and company's email id at [cs@seil.co.in](mailto:cs@seil.co.in).
15. The Board of Directors has appointed M/s B S S & Associates, Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting and e-voting during the EGM in a fair and transparent manner.
16. The Scrutinizer will make a consolidated Scrutinizer's Report, of the total votes cast in favour or against and invalid votes, if any, to the Chairman / Managing Director of the Company or in his absence to any other Director authorized by the Board of Directors, who shall countersign the

same. Based on the Scrutinizer's Report, the result will be declared by the Chairman / Managing Director or in his absence by the Company Secretary within two working days from the conclusion of the EGM at the Registered Office of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the EGM i.e., March 30, 2026.

17. Pursuant to the provisions of Section 72 of the Companies Act, 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in demat form may contact their respective Depository Participant for availing this facility
18. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants and Members holding shares in physical form are requested to intimate any change of address and/ or bank mandate to M/s. **Venture Capital and Corporate Investments Private Limited**/ Investor Service Department of the Company immediately.
19. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
20. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.
21. A proxy is allowed to be appointed under Section 105 of the Companies Act, 2013 to attend and vote at the general meeting on behalf of a member who is not able to attend personally. Since the EGM will be convened through VC / OAVM, there is no requirement of appointment of proxies. Hence, Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

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

- (i) The remote e-voting period begins on Friday, the 27th of March 2026 at 9:00 am and ends on Sunday the 29th of March 2026 at 5:00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) Monday, the 23rd of March 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasitoken/Home/EasiRegistration">https://web.cdslindia.com/myeasitoken/Home/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-</li> </ol>

	<p>Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com/">https://eservices.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 1800-21-09911 and 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022 - 4886 7000

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.

- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Steel Exchange India Limited> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance
  - User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory

who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@seil.co.in](mailto:cs@seil.co.in) or [csravindra.seil@gmail.com](mailto:csravindra.seil@gmail.com) (designated email addresses of company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance at least **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [cs@seil.co.in](mailto:cs@seil.co.in) (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

- 1. For Physical shareholders** - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
- 2. For Demat shareholders** -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- 3. For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 1800-21-09911 and 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**Explanatory Statement  
Pursuant to Section 102(1) of the Companies Act, 2013**

**Item No 1. To issue Convertible Equity Warrants to Promoter Group of the Company and Non-Promoter Entities on preferential basis:**

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 (“SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), as amended from time to time, approval of shareholders of the Company by way of special resolution is required to issue Convertible Equity Warrants (“Warrants”) by way of Preferential allotment on a preferential basis to the Proposed Allottees.

The following details of the proposed preferential issue of the Warrants are disclosed in accordance with the provisions of the Act and the SEBI ICDR Regulations:

**i) Particulars of the Preferential Issue including date of passing of Board resolution and maximum number of specified securities to be issued**

The Board of Directors at its meeting held on 04<sup>th</sup> March 2026 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to 36,14,60,300 (Thirty-six crore fourteen lakh sixty thousand three hundred) Warrants of the Company having a face value of Re.1/- (Rupee One only) each, at an issue price of Rs.9.45/- per Warrant (including a premium of Rs.8.45 per Warrant) price being not less than the minimum price determined as on the Relevant Date in accordance with Regulation 164 and 166A of the SEBI ICDR Regulations, for an aggregate consideration not exceeding Rs.350,00,00,000 /- (Rupees Three Hundred and Fifty Crores Only) to the non-promoters and promoter group, for cash consideration, by way of a preferential issue on a preferential basis.

**ii) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued.**

Up to 36,14,60,300 (Thirty-six crore fourteen lakh sixty thousand three hundred) Warrants of the Company having a face value of Re.1/- (Rupee One only) each, at an issue price of Rs.9.45/- per Warrant (including a premium of Rs.8.45 per Warrant), for an aggregate consideration not exceeding Rs.350,00,00,000 /- (Rupees Three Hundred and Fifty Crores Only), such price being not less than the minimum price determined as on the Relevant Date 27<sup>th</sup> February, 2026 determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

**iii) Basis on which the price has been arrived at and justification for the price (including premium, if any)**

In case of listed entities, allotment of shares/securities by way of preferential issue can be made at a price not less than the price as calculated in accordance with the provisions of Regulation 164 of the SEBI ICDR Regulations.

Further, Regulation 166A (1) of SEBI ICDR Regulations, inter-alia, states:

*“Any preferential issue, which may result in a change in control or allotment of more than five per cent. Of the post issue fully diluted share capital of the issuer, to an allottee or to allottee acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price”.*

The proposed preferential issue is expected to result in allotment of more than 5% (five per cent) of the post-issue fully diluted share capital of the Company (on allotment of Equity shares against Warrants, if fully converted), the Company has obtained a valuation report from an independent registered valuer and considered the same for determining the price, in accordance with the provision of Regulation 166A of the SEBI ICDR Regulations.

In view of the aforesaid, the Company has engaged Mr. Machar Rao Meenavalli (bearing IBBI Registration No.: IBBI/RV/06/2019/11580), as the registered valuer for obtaining the certificate as stated in Regulation 164 and 166A of the ICDR Regulations, which provided minimum floor price as Rs.7.33/-. The valuation report dated March 03, 2026, is also available at the website of the Company at [www.seil.co.in](http://www.seil.co.in).

The issue price of Rs. 9.45/- per Warrant, proposed to be issued on a preferential basis, is not less than the floor price determined in accordance with Regulations 164 and 166A of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”).

The floor price has been determined as the higher of the following prices, being Rs. 8.86/-:

1) the 90-trading days' volume weighted average price (i.e., 8.86/-) of the Company's shares quoted on the stock exchange (NSE Limited, being the stock exchange on which the Company has listed its securities and has highest trading volume,) preceding the "Relevant Date";

or

2) the 10-trading days' volume weighted average price (i.e., 7.92/-) of the Company's shares quoted on the stock exchange (NSE Limited, being the stock exchange on which the Company has listed its securities and has highest trading volume) preceding the "Relevant Date";

or

3) the price determined (i.e., 7.33 /-) under the valuation report obtained by the Company from an independent registered valuer in terms of Regulation 166A of the SEBI ICDR Regulations.”

The equity shares of the Company are listed on the National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”) and are frequently traded in accordance with the SEBI ICDR Regulations.

Further, the method of determination of price as per the Articles of Association of the Company is not applicable, as the Articles of Association of the Company are silent with respect to the determination of floor price/ minimum price of the shares issued on preferential basis.

In view of the above, the Board of the Company decided to issue these securities to be allotted on preferential basis to the Proposed Allottees at Rs.9.45/- (Indian Rupees Nine and Forty-Five paise only) being computed in accordance with Chapter V of the SEBI ICDR Regulations.

**iv) Name and address of valuer who performed valuation**

Name: Mr. Machar Rao Meenavalli  
IBBI Registered No.: IBBI/RV/06/2019/11580  
Address: H.No.7-1-644/23, 1st Floor, Sri Ganesh Nilayam,  
Model Colony, S.R Nagar, Hyderabad – 38.

**v) The amount which the company intends to raise by way of such securities.**

an aggregate consideration not exceeding Rs.350,00,00,000/- (Rupees Three Hundred and Fifty Crores Only)

**vi) Purpose/Objects of the Preferential Issue and aggregate amount proposed to be raised**

The Company proposes to raise an amount not exceeding Rs.350,00,00,000/- (Rupees Three Hundred and Fifty Crores Only) by issue of Warrants on preferential basis.

The Company intends to utilize the proceeds raised through the Preferential Issue (“Issue Proceeds”) towards the following objects:

1. Working Capital Requirements: The Issue Proceeds shall be utilised towards meeting the working capital requirements of the Company, including funding of operational expenses, procurement of materials and components, inventory, receivables, margin money for bank facilities and other business requirements in the ordinary course of business.
2. Repayment/ Servicing of financial facilities availed by the Company: The Company shall utilize issue proceed for repaying/ servicing the debt availed by the Company from financial and institutional creditors of the Company, in accordance with the terms of the agreements entered into by the Company with each financial and/ or institutional creditor of the Company as and when they fall due. Such repayment is expected to reduce the Company’s outstanding indebtedness and associated debt servicing costs. This, in turn, will enhance financial flexibility and enable the Company to allocate a greater portion of its internal accruals towards business growth and expansion initiatives. Furthermore, the reduction in leverage is anticipated to strengthen the Company’s capital structure and improve its capacity to raise additional funds in the future to support prospective business development opportunities and strategic expansion plans.
3. General Corporate Purposes: Up to 25% (twenty-five percent) of the Issue Proceeds will be utilised for general corporate purposes, which includes, meeting ongoing general corporate exigencies, contingencies and expenses of the Company as applicable and to repay certain high-cost unsecured debt in such a manner and proportion as may be decided by the Board from time to time, and/or any other general purposes as may be permissible under applicable laws.

(Collectively, referred to herein as the “Objects”)

**Utilization of Issue Proceeds and proposed schedule of implementation and deployment of Issue Proceeds:**

Given that the part of the funds to be received against Warrants, the Issue Proceeds shall be received by the Company in tranches, depending upon the subscription and conversion of such instruments. Since the funds to be received against Warrant conversion will be in stages and the quantum of funds required at different points of time may vary, the broad range of intended utilization of the Issue Proceeds towards the aforesaid Objects of the Issue has been set out hereinbelow:

Sl. No.	Particulars	Total estimated amounts to be utilized for each Object* (Rs. in Crore)	Tentative timeline for utilization of Issue Proceeds from the date of receipt of funds
1.	Working Capital Requirements	Upto 150.00 Crs	Within 1 year from receipt of funds including receipt of the funds for the Warrants (as set out herein).
2.	Repayment/ Servicing of financial facilities availed by the Company	Upto 115.00 Crs	Within 1 year from receipt of funds including receipt of the funds for the Warrants (as set out herein).
3.	General Corporate Purposes**	Upto 85.00 Crs	Within 1 year from receipt of funds including receipt of the funds for the Warrants (as set out herein).
<b>Total</b>		<b>Upto 350.00 Crs</b>	

\*Assuming conversion of all the Warrants into equivalent number of equity shares and receipt of the money on such conversion

\*\* The amount utilised for 'General Corporate Purposes' shall stand reduced to the extent it is utilised for the Object set out at Sr. No. 1 or 2 of the table

Since the Preferential Issue also includes Convertible Warrants, the Issue Proceeds shall be received by the Company within a period of 18 (eighteen) months from the date of allotment of such Warrants, in accordance with the provisions of Chapter V of the SEBI ICDR Regulations. Based on the estimates of our management, the entire Issue Proceeds are proposed to be deployed towards the Objects of the Issue, in phases, depending upon the Company's business requirements and availability of Issue Proceeds. It is currently expected that such utilization will be completed within a period of 12 (twelve) months from the date of receipt of funds in respect of the Equity Shares and/or Convertible Warrants, as applicable.

If the Issue Proceeds are not utilised (in full or in part) for the Objects during the period stated above due to any factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications, the remaining Issue Proceeds shall be utilised in subsequent periods in such manner as may be determined by the Board, in accordance with

applicable laws. This may entail rescheduling and revising the planned expenditure and funding requirements and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board, subject to compliance with applicable laws and in accordance with applicable circulars issued by SEBI and/or Stock Exchanges, from time to time.

Till such time the issue proceeds are fully utilized, the Company shall keep the same in bank deposits and/or mutual funds and/or other short terms funds deposits in scheduled commercial banks or any other investment as permitted under applicable laws and as may be decided by the Board of Directors of the Company.

**vii) Monitoring of utilization of Issue Funds**

Pursuant to Regulation 162A of Chapter V of the SEBI ICDR Regulations, and considering that the size of the proposed preferential issue is more than Rs.100.00 crores i.e, upto Rs.350.00 crores, the Company has appointed M/s Infomerics Valuation and Rating Private Limited as the Monitoring Agency to monitor the utilization of proceeds of the preferential issue.

The monitoring agency shall submit its report to the issuer in the format specified in Schedule XI of SEBI ICDR Regulations on a quarterly basis, till 100% (One Hundred Percent) of the proceeds of the issue have been utilised.

The Board of Directors and the management of the Company shall provide their comments on the findings of the Monitoring Agency as specified in Schedule XI of SEBI ICDR Regulations.

The Company shall, within 45 (forty-five) days from the end of each quarter, upload the report of the Monitoring Agency on its website and also submit the same to the Stock Exchanges

**viii) Relevant Date**

In terms of the provisions of Chapter V of the SEBI ICDR Regulations and in accordance with the explanation to Regulation 161 of the SEBI ICDR Regulations, the Relevant Date for determining the floor price for the preferential issue is 27<sup>th</sup> February 2026, i.e., 30 (thirty) days prior to the date of the shareholders' approval, i.e., Monday, March 30, 2026.

**ix) The class or classes of persons to whom the allotment is proposed to be made.**

The issue of Warrants on preferential basis is proposed to be made to the following Proposed Allottees:

S.No.	Name of Proposed Allottees	Category	No. of Warrants proposed to issue and allot	Warrant Consideration (Rs)
1	M/s India Coke and Power Private Limited	Non-promoter	15,87,30,150	1,49,99,99,917.50
2	M/s IMR Steel Private Limited	Non-promoter	15,87,30,150	1,49,99,99,917.50
3	M/s Jurox Enterprises Private Limited	Non-promoter	75,00,000	7,08,75,000.00
4	M/s Thomson & Wyman	Non-promoter	75,00,000	7,08,75,000.00

	Enterprises Private Limited			
5	M/s Amar Advisors Private Limited	Non-promoter	20,00,000	1,89,00,000.00
6	M/s Venus partners (Represented by Partners 1. Somasundaram B 2. Sahil Kumar 3. Puneet Arora 4. Navin Kumar)	Non-promoter	40,00,000	3,78,00,000.00
7	M/s Satyatej Vyapaar Private Limited	Promoter Group	2,30,00,000	21,73,50,000.00
<b>Total</b>			<b>36,14,60,300</b>	<b>3,41,57,99,835.00</b>

**x) Intent of the Promoters, directors, or key managerial personnel or senior management of the Company to subscribe to the Preferential Issue.**

Except Satyatej Vyapaar Private Limited, forms part of the Promoter Group of the Company as defined under Regulation 2(1)(pp) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 has expressed its intent to subscribe to Convertible Equity Warrants for an amount up to Rs 25,00,00,000 (Rupees Twenty-Five Crore only) , none of the promoters, members of the promoter group, directors or key managerial personnel of the Company intend to subscribe to the said offer:

S.No.	Name of Proposed Allottees	Category	No. of Warrants proposed to issue and allot	Warrant Consideration (Rs)
1	M/s Satyatej Vyapaar Private Limited	Promoter Group	2,30,00,000	21,73,50,000.00
<b>Total</b>			<b>2,30,00,000</b>	<b>21,73,50,000.00</b>

**xi) Proposed time frame within which the Preferential Issue shall be completed.**

As required under the SEBI ICDR Regulations, the Warrants on preferential basis shall be allotted by the Company within a maximum period of 15 days from the date of passing of this Special Resolution, provided that where the allotment of the proposed Warrants is pending on account of receipt of any approval or permission from any regulatory or statutory authority, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

Proposed Allottees of Warrants shall be entitled to convert the same into equal number of Equity Shares, in one or more tranches, within a period of eighteen (18) months from the date of allotment of Warrants.

**xii) Principal terms of assets charged as securities.**

Not applicable.

**xiii) Shareholding pattern of the Company before and after the Preferential Issue**

Please refer Annexure - 1 to this Notice for details.

**xiv) Identity of the natural persons who are the ultimate beneficial owners of the Convertible Equity Warrants proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post Preferential Issue capital that may be held by them**

Identity of the natural persons and the percentage of post preferential issue capital that may be held by them:

Name of the proposed allottee	Category	Present pre-issue shareholding		Post issue shareholding		Ultimate beneficial Owner
		Pre-issue holding	% of total equity capital	Post-issue holding	% of total equity capital*	
M/s India Coke and Power Private Limited	Non-promoter	0	0	15,87,30,150	9.70	1. Anirudh Misra-ATNPM8775E
M/s IMR Steel Private Limited	Non-promoter	0	0	15,87,30,150	9.70	1. Anirudh Misra-ATNPM8775E
M/s Jurox Enterprises Private Limited	Non-promoter	0	0	75,00,000	0.46	1. Bharat Shankar Phapale-ATBPP7837N
M/s Thomson & Wyman Enterprises Private Limited	Non-promoter	0	0	75,00,000	0.46	1. Subhash P. Rathod - AABPR3934R. 2. Mangala Subhash Rathod - ADXPR0395P.
M/s Amar Advisors Private Limited	Non-promoter	0	0	20,00,000	0.12	1. Richa Sachdeva-ATHPR0603A. 2. Sahil Kumar-AVCPK1307M
M/s Venus partners (Represented by Partners 1.Somasundaram B 2. Sahil Kumar 3. Puneet Arora 4. Navin Kumar)	Non-promoter	0	0	40,00,000	0.24	1. Somasundaram B- AYEPS9639P. 2. Sahil Kumar-AVCPK1307M. 3. Puneet Arora-AHKPA6554G. 4. Navin Kumar

						Gupta- AAGPG2316R
M/s Satyatej Vyapaar Private Limited	Promoter Group	0	0	2,30,00,000	1.41	1. Satish Kumar Bandi- AABCV2154Q  2. Bavineni Suresh- AESP9378J

*\*\*The percentage of total equity capital has been calculated on the basis of the post-issue capital, assuming full conversion of 2,82,97,870 convertible warrants allotted on 31.10.2024 to Ms. Gunakala Vijayalakshmi.*

**xv) Material terms of raising such securities**

The material terms of the proposed preferential issue of the Warrants are stipulated in the Special Resolution as set out at Item No. 1 of this Notice.

**xvi) Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price.**

Except the preferential issue as proposed in the resolution as set in the accompanying Notice, the Company has not made any allotment on preferential basis during the current financial year 2025-26.

**xvii) The change in control, if any, in the Company that would occur consequent to the Preferential Issue, and the percentage of post preferential issue capital that may be held by the Allottee.**

There will be no change in control in the Company consequent to the completion of the preferential issue to the Proposed Allottees. The percentage of post preferential issue capital that will be held by the Proposed Allottees is given below:

Name of the proposed Allottees	Category	Present pre-issue shareholding		Post issue shareholding	
		Pre-issue holding	% of total equity capital	Post-issue holding	% of total equity capital*
M/s India Coke and Power Private Limited	Non-promoter	0	0	15,87,30,150	9.70
M/s IMR Steel Private Limited	Non-promoter	0	0	15,87,30,150	9.70
M/s Jurox Enterprises Private Limited	Non-promoter	0	0	75,00,000	0.46
M/s Thomson & Wyman Enterprises Private Limited	Non-promoter	0	0	75,00,000	0.46
M/s Amar	Non-	0	0	20,00,000	0.12

Advisors Private Limited	promoter				
M/s Venus partners (Represented by Partners 1.Somasundaram B 2. Sahil Kumar 3. Puneet Arora 4. Navin Kumar)	Non-promoter	0	0	40,00,000	0.24
M/s Satyatej Vyapaar Private Limited	Promoter Group	0	0	2,30,00,000	1.41

*\*The percentage of total equity capital has been calculated on the basis of the post-issue capital, assuming full conversion of 2,82,97,870 convertible warrants allotted on 31.10.2024 to Ms. Gunakala Vijayalakshmi.*

**xviii) Contribution being made by the promoters or directors either as part of the Preferential Issue or separately in furtherance of objects.**

Except Satyatej Vyapaar Private Limited, forms part of the Promoter Group of the Company as defined under Regulation 2(1)(pp) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 has expressed its intent to subscribe to Convertible Equity Warrants for an amount up to Rs 25,00,00,000 (Rupees Twenty-Five Crore only), No contribution is being made by Promoter or Directors of the Company, as part of the preferential issue.

**xix) Valuation and Justification for the allotment proposed to be made for consideration other than cash.**

Not applicable as the Company has not proposed to issue the Warrants for consideration other than cash.

**xx) Lock-in Period**

The Warrants and equity share pursuant to exercise of options against such Warrant by the Warrant Holder to be allotted on a preferential basis shall be locked in for such period as specified under Regulation 167 of the SEBI ICDR Regulations.

**xxi) The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter**

Name of the proposed Allottees	Current Status	Proposed Status
M/s India Coke and Power Private Limited	Non-Promoter	Non-Promoter
M/s IMR Steel Private Limited	Non-Promoter	Non-Promoter
M/s Jurox Enterprises Private Limited	Non-Promoter	Non-Promoter
M/s Thomson & Wyman Enterprises Private Limited	Non-Promoter	Non-Promoter
M/s Amar Advisors Private Limited	Non-Promoter	Non-Promoter
M/s Venus partners (Represented by Partners)	Non-Promoter	Non-Promoter

1. Somasundaram B 2. Sahil Kumar 3. Puneet Arora 4. Navin Kumar)		
M/s Satyatej Vyapaar Private Limited	Promoter Group	Promoter Group

**xxii) Undertakings**

- a) Disclosures specified in Schedule VI of the SEBI ICDR Regulations are not required as none of the Company, its Directors or Promoters have been declared as wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations. None of Directors or Promoter of the Company is a fugitive economic offender as defined under the SEBI ICDR Regulations.
- b) The Company is eligible to make the preferential issue to the Proposed Allottees under Chapter V of the SEBI ICDR Regulations.
- c) The Company shall re-compute the price of the Warrants to be allotted under the preferential allotment in terms of the provisions of SEBI ICDR Regulations, where it is required to do so.
- d) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the Warrants to be allotted under the preferential allotment shall continue to be locked-in till the time such amount is paid by the allottees.
- e) The Company shall make an application seeking in-principle approval to the stock exchange(s), on the same day when this notice of postal ballot is circulated for seeking shareholders' approval by way of special resolution.
- f) The Proposed Allottees is not categorized as wilful defaulter(s) or fraudulent borrower or fugitive economic offenders as defined under the SEBI ICDR Regulations.

**xxiii) Company Secretary's Certificate**

The certificate from B S S & Associates, Practicing Company Secretaries, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at link: [www.seil.co.in](http://www.seil.co.in)

**xxiv) Other disclosures**

- a) Proposed Allottees have confirmed that they have not sold any Equity Shares of the Company during the 90 trading days preceding the Relevant Date i.e. 27<sup>th</sup> February 2026 and they further confirmed that are eligible under SEBI ICDR Regulations to undertake the preferential issue.
- b) The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories.
- c) The Warrants proposed to be allotted shall not be listed. The resultant equity shares upon conversion of the Warrants shall be listed on BSE and NSE, once allotted, such equity shares

shall rank pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

- d) Regulation 166A of Chapter V of the SEBI ICDR Regulations is applicable to the Company, as the proposed preferential issue involves an allotment exceeding 5% of the post-issue fully diluted share capital of the Company to an allottee. Accordingly, the pricing of the preferential issue has been determined in accordance with Regulation 166A of Chapter V of the ICDR Regulations, as detailed above under Point No. iii.

In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said Convertible Equity Warrants to the Proposed Allottees is being sought by way of a special resolution as set out in the said item no. 1 of the Notice.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No.1 of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

Except Mr. Satish Kumar Bandi Managing Director of the Company, None of the Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this Special Resolution as set out at Item No.1 of this notice except and to the extent of their shareholding in the Company.

Documents referred to in the notice/ explanatory statement will be available for inspection by the Members of the Company as per applicable law.

**Annexure to the Notice**

**Annexure - 1**

**1. Shareholding pattern of the Company before and after the preferential issue:**

S. No.	Category	Pre-issue		#Post-issue	
		No. of Shares held	% of Holding	No. of shares held	% of Holding
<b>A</b>	<b>Promoter &amp; Promoter Group</b>				
1	Indian Promoters	63,35,95,550	50.80	65,65,95,550	40.11
2	Foreign Promoters	-	-	-	-
	<b>Sub- Total –A</b>	<b>63,35,95,550</b>	<b>50.80</b>	<b>65,65,95,550</b>	<b>40.11</b>
<b>B</b>	<b>Public Shareholding</b>				
1	Institutions				
a.	Mutual Funds/UTI	35,370	0.00	35,370	0.00
b.	Venture Capital Funds	-	-	-	-
c.	Alternate Investment Funds	3,21,97,491	2.58	3,21,97,491	1.97
d.	Foreign Venture Capital Funds	-	-	-	-
e.	Foreign Portfolio Investors -Corporate	38,03,321	0.30	38,03,321	0.23
f.	Financial Institutions/Banks	510	0.00	510	0.00
g.	Insurance Companies	-	-	-	-
h.	Provident Funds/Pension Funds/any other	-	-	-	-
i.	Foreign Institution Investors	-	-	-	-
j..	Qualified Foreign Investor	-	-	-	-
k.	Qualified Foreign Investor – Corporate	-	-	-	-
l.	Bank Foreign	-	-	-	-
m.	Foreign Nationals	-	-	-	-
	<b>Sub-Total-B(1)</b>	<b>3,60,36,692</b>	<b>2.89</b>	<b>3,60,36,692</b>	<b>2.20</b>
2	Central Government/State Government(s)	30,93,480	0.25	30,93,480	0.19
	<b>Sun-Total – B(2)</b>	<b>30,93,480</b>	<b>0.25</b>	<b>30,93,480</b>	<b>0.19</b>
3	Non-Institutions				
a.	Individual shareholders holding upto 2lakh	263008853	21.09	263008853	16.07
b.	Individual shareholders holding in excess of 2 lakh	113621286	9.11	14,19,19,156	8.67
c.	NBFCs Registered with RBI	-	-	-	-
d.	Employee Trusts	-	-	-	-
e.	Overseas Depositories (holding DRs)	-	-	-	-
f.	Any Other	38428652	3.08	3,86,18,422	2.36
g.	Body Corporates	152171876	12.20	48,66,32,176	29.73
h.	Clearing Members	690	0.00	690	0.00
i.	Trust	3810230	0.31	3810230	0.23
j.	Non-Resident Indians	7263463	0.58	7263463	0.44
	<b>Sub-Total – B(3)</b>	<b>57,44,94,820</b>	<b>46.06</b>	<b>94,12,52,990</b>	<b>57.50</b>
	<b>Total Public Shareholding-B</b>	<b>61,36,24,992</b>	<b>49.20</b>	<b>98,03,83,162</b>	<b>59.89</b>
<b>C</b>	<b>Shares held by Custodians against DRs/FCCBs etc.</b>	0	0	0	0.00
	<b>GRAND TOTAL (A+B+C)</b>	<b>1,24,72,20,542</b>	<b>100</b>	<b>1,63,69,78,712</b>	<b>100.00</b>

Note:

# Post holding shareholding has been taken on assuming the Convertible Equity Warrants are converted into Equity shares.

# The post-issue capital, assuming full conversion of 2,82,97,870 convertible warrants allotted on 31.10.2024 to Ms. Gunakala Vijayalakshmi.

# Post-shareholding structure may change depending upon any other corporate action in between.

By Order of the Board of Directors  
For **Steel Exchange India Limited**

Sd/-

**Raveendra Babu M**  
**Company Secretary**  
**M.No: A34409**

Place: Hyderabad  
Date: 04.03.2026

**Important Communication to Members:**

The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants and members who hold shares in physical form, may register the same with:

**Registrars and Share Transfer Agents: M/s Venture Capital and Corporate Investments Pvt. Ltd.**  
AURUM”, DOOR No.4-50/P-II/57/4F & 5F, PLOT No.57, 4th & 5th FLOORS, JAYABHERI ENCLAVE PHASE – II  
GACHIBOWLI, HYDERABAD – 500 032, Telephone: +91 040 23818475/35164940, Fax: +91 – 40 – 23868024,  
Email: [info@vccilindia.com](mailto:info@vccilindia.com).

**Company: The Company Secretary, Steel Exchange India Limited,**  
D.NO:1-65/K/60, Plot No:60, Abhi’s Hiranya, 1ST Floor, Kavuri Hills, Hyderabad-500081, Telephone: +91 –  
40 – 23403725 or 040-40033501 Email: [cs@seil.co.in](mailto:cs@seil.co.in), or [csravindra.seil@gmail.com](mailto:csravindra.seil@gmail.com) or  
[seilsecretarial@gmail.com](mailto:seilsecretarial@gmail.com).



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