
NOTICE

NOTICE is hereby given that the **Twenty Sixth Annual General Meeting** of the Company will be held on Thursday the 27th day of September, 2012 at M.C. Ghia Hall of Indian Textile Accessories & Machinery Manufacturers' Association, Bhogilal Hargovindas Building, 2nd Floor, Kala Ghoda, 18/20, K. Dubash Marg, Mumbai - 400001 at 12.00 Noon to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Accounts of the Company and the Reports of Directors' and Auditors' thereon for the year ended 31st March, 2012.
2. To appoint a Director in place of Mr. Navin Khandelwal who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Mr. Veer Kumar Jain who retires by rotation and being eligible, offers himself for reappointment.
4. To declare dividend on Redeemable Preference Shares.
5. To appoint M/s Manoj Khatri & Company, Chartered Accountants as Statutory Auditors of the Company.

Registered Office :

621, Tulsiani Chambers,
Nariman Point,
Mumbai - 400 021

By Order of the Board

Place : Indore

Dated : 30.05.2012

Paridhi Kasliwal

(Company Secretary)

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY(IES) NEED NOT BE MEMBER(S) OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.
2. The Register of Members and Share Transfer Books of the Company shall remain closed from 23rd July, 2012 to 25th July, 2012 (both days inclusive).
3. All documents referred to the accompanying notice are open for inspection at the Registered Office of the Company during the office hours on all working days except holidays between 10.00 A.M. and 12.00 Noon up to the date of the Annual General Meeting.
4. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, Electronic Clearing Services (ECS), mandates, nominations, power of attorney, change of address, change of name and email address etc., to their Depository

Participant (DP). Change intimated to Depository Participant will then be automatically reflected in the Company's Records which will help the Company and the Company's Registrar and Share Transfer Agents, **Sarthak Global Ltd. (SGL)** to provide efficient and better services. Members holding shares in physical form are requested to intimate such change to SGL. The transferee(s) are required to furnish a copy of their PAN Card to the SGL for registration of transfer of shares in physical form.

5. Members who have multiple folio/accounts in identical names or joint names in the same order are requested to send all the Share Certificate(s) to SGL for consolidation of all such shareholdings into one account. A Consolidated share Certificate will be returned to such members after making requisite changes thereon.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
7. Members are requested to :
 - a. Write the Company at least 7 days in advance for any further information on Accounts so as to enable the Company to keep information ready at the meeting.
 - b. Deposit duly filled in attendance slip annexed to the proxy form at the entrance to the place of Meeting.
 - c. Bring their copies of the Annual Report with them at the Meeting.
8. As per the Green Initiative of MCA, members are requested to provide their **E-mail addresses** to SGL, in order to receive the various Notices, Annual Report and other Notifications from the Company, in electronic form.

Considering the potential for saving in paper and printing, we are sure that you will subscribe to and support this noble "Green Initiative".

For Shareholders holding shares in Electronic Form and whose e-mail id is registered in the Depository records, the Company will send them various Notices / Annual Report / Correspondences etc. in electronic form. In case these shareholders desire to receive the above documents in physical form, they are requested to send an e-mail to investor_relations@nsail.com.

9. All queries relating to Share Transfer and allied subjects should be addressed to:
Sarthak Global Limited,
Unit :- National Steel and Agro Industries Ltd.
170/10 R.N.T. Marg, (Film Colony), Indore -452 001 (M.P.)
Phone no. - 0731-2523545, 2526388 Fax no.- 0731-2526388
Or Mail at investor_relations@nsail.com

Place : Indore
Dated : 30.05.2012

By Order of the Board
Paridhi Kasliwal
(Company Secretary)

NATIONAL STEEL AND AGRO INDUSTRIES LIMITED
Regd. Office: 621, Tulsiani Chambers, Nariman Point, Mumbai - 400 021

**TWENTY SIXTH ANNUAL GENERAL MEETING
ATTENDANCE SLIP**

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE TO THE PLACE OF THE MEETING

I/We hereby record my/our presence at the 26th Annual General Meeting of the Company to be held on Thursday, the 27th day of September, 2012 at 12 Noon at M.C. Ghia Hall of Indian Textile Accessories & Machinery Manufacturers' Association, Bhogilal Hargovindas Building, 2nd Floor, Kala Ghoda, 18/20, K. Dubash Marg, Mumbai - 400001

Name of Shareholder / Proxy (in Block Letters)	Regd. Folio No. / DP ID & Client ID
Signature of Shareholder / Proxy	

Note : Member / Proxy holder desiring to attend the meeting should bring his / her copy of the Annual Report for reference at the meeting.

PROXY FORM

NATIONAL STEEL AND AGRO INDUSTRIES LIMITED
Regd. Office: 621, Tulsiani Chambers, Nariman Point, Mumbai - 400 021

I/ We _____ of _____
being a member of National Steel and Agro Industries Limited, hereby appoint _____
of _____ (or failing him)
_____ of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the 26th Annual General Meeting of the Company to be held on Thursday, the 27th day of September, 2012 at 12 Noon at M.C. Ghia Hall of Indian Textile Accessories & Machinery Manufacturers' Association, Bhogilal Hargovindas Building, 2nd Floor, Kala Ghoda, 18/20, K. Dubash Marg, Mumbai - 400001.

Signed this _____ day of _____ 2012

Signature _____

Affix
Revenue Stamp
of Rupee 1/-

PROXY NAME	REGD. FOLIO / DP ID & CLIENT ID	NO. OF SHARE(S)