

June 12, 2017

Manager – Corporate Relationship Bombay Stock Exchange Limited Floor 25, P. J. Towers, Dalal Street, Mumbai – 400 001. INDIA.	Mr. Hari K. – V.P. - Listing National Stock Exchange of India Limited “EXCHANGE PLAZA”, Bandra – Kurla Complex, Bandra (East), Mumbai- 400 051. INDIA.
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Dear Sir,

SUB: NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING AND E- VOTING

Notice is hereby given that AN EXTRA-ORDINARY GENERAL MEETING (EOGM) of the members of Gallantt Ispat Limited will be held on Wednesday, 12TH JULY, 2017 AT 12.30 P.M. at Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata - 700 017 to transact the business as set out in the notice convening the meeting.

The Company has on June 08, 2017, completed the dispatch of physical copies of the notice of the EOGM to the members who have not registered their email address 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.

The Notice of EOGM is also available on the Company's website viz., www.gallantt.com. Members, who do not receive the Notice of EOGM, 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.

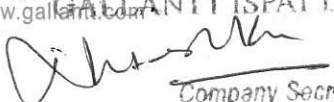
In compliance with the provisions of section 108 of the Companies Act (the “Act”) and Rule 20 of Companies (Management and Administration) Rules, 2014, the Company is pleased to provide e-voting facilities to its Members enabling them to cast their votes electronically for the resolution as set out for the EOGM Notice dated 1st June, 2017. 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 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 members as on the cut- off date which is 5th July, 2017. The notice has been sent to all the Members, whose names appeared in the Register of Member / Record of Depositories as on 26th May, 2017.

All the members are informed that:

- I. The cut-off date for determining the eligibility to vote by electronic means is Wednesday, 5th July, 2017;
- II. The remote e-voting shall commence from Sunday, 9th July, 2017 at 9.00 a.m. and shall end on Tuesday, 11th July, 2017 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 of the cut-off date i.e. 5th July, 2017 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. 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.

GALLANTT ISPAT LIMITED

1, CROOKED LANE, SECOND FLOOR, ROOM NOS. 222 & 223, KOLKATA - 700 069
Tel. : 033-4064 2189, Telefax : 033-2231 2429, e-mail : gil@gallantt.com, Website : www.gallantt.com
Factory : AL-5, Sector-23, Sahjanwa, District - Gorakhpur-Uttar Pradesh
Corporate Identification No. : L27109WB2005PLC101650

GALLANTT ISPAT LTD.

Company Secretary

IV. Member may note that:

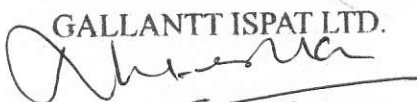
- a) The remote e-voting module shall be displayed by NSDL after the aforesaid date and time for e-voting and once the vote on a resolution is cast by the member shall not be allowed to change it subsequently ;
- b) The facility for voting through ballot paper shall be made available at EOGM.
- c) The Members who have cast their vote by remote e-voting prior to the EOGM may also attend the EOGM 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 only, shall be entitled to avail the facility of remote e-voting at EOGM for the businesses set out in the notice.
- e) The chairman shall, at the EOGM, 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 EOGM but have not cast their votes by availing the remote e-voting facility.
- f) The Scrutinizer shall after conclusion of voting at the EOGM, 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 two days of conclusion of the EOGM, 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 EOGM or visit NSDL website- [www. www.evoting.nsdl.com](http://www.evoting.nsdl.com) and in case of queries, Members may refer to the Frequently Asked Questions ("FAQs") for Members and remote e-voting user manual for members available at the downloads section of www.evoting.nsdl.com or call on Toll Free No. 1800-222-990 for queries/grievances connected with the electronic voting or contact to Mr. Nitesh Kumar, Company Secretary, 1, Crooked lane, Second floor Room No. 222 & 223 Kolkata- 700069 at the designated email ID: nitesh@gallantt.com and Telephone No. 033-40642189.

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA-ORDINARY 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

COMPANY SECRETARY



GALLANTT ISPAT LIMITED
CIN: L27109WB2005PLC101650

Regd. Office : 1, Crooked Lane, Second Floor, Room Nos. 222 & 223, Kolkata - 700069

Telefax : +91 33 40642189, Email: nitesh@gallantt.com

Website: www.gallantt.com

MEETING OF THE EQUITY SHAREHOLDERS FOR APPROVAL OF AMALGAMATION OF SHIKHARJI ROLLING MILLS PRIVATE LIMITED, SHIKHARJI STEEL & AGRO PRODUCTS PRIVATE LIMITED, BHAVIKA STEEL AGENCIES PRIVATE LIMITED, SHRINU AGRO PRIVATE LIMITED, SHRINU STEEL WORKS PRIVATE LIMITED, GYANIKA FLOUR MILLS PRIVATE LIMITED, SATLAJ ISPAT PRIVATE LIMITED AND SATLAJ FLOUR MILLS PRIVATE LIMITED WITH GALLANTT ISPAT LIMITED

Day : Wednesday

Date : 12th July, 2017

Time : 12.30 p.m.

Venue : Bhartiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata – 700017.

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1.	Notice of the Meeting of the Equity Shareholders of Gallantt Ispat Limited under the provisions of Section 233 of the Companies Act, 2013 and Rule 25 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, and other provisions as applicable.	1 to 9
2.	Explanatory Statement/Statement under Section 230(3) read with sub rule (3) of rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, 233 of the Companies Act, 2013 and Rule 25 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, read with Section 102 of the Companies Act, 2013.	10 to 41
3.	The Declaration of Solvency made in pursuance of clause (c) of sub-section (1) of section 233 of the Act in Form No. CAA. 10.	42 to 46
4.	Copy of the Scheme of Amalgamation of Shikharji Rolling Mills Private Limited, Shikharji Steel & Agro Products Private Limited, Bhavika Steel Agencies Private Limited, Shrinu Agro Private Limited, Shrinu Steel Works Private Limited, Gyanika Flour Mills Private Limited, Satlaj Ispat Private Limited and Satlaj Flour Mills Private Limited with Gallantt Ispat Limited.	47 to 52
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6.	Attendance Slip & Route Map	55 to 56



GALLANTT ISPAT LIMITED

CIN: L27109WB2005PLC101650

Regd. Office : 1, Crooked Lane, Second Floor, Room Nos. 222 & 223, Kolkata - 700069

Telefax : +91 33 40642189, Email: nitesh@gallantt.com

Website: www.gallantt.com

**NOTICE CONVENING THE EXTRA ORDINARY GENERAL MEETING OF
THE MEMBERS OF GALLANTT ISPAT LIMITED**

Notice pursuant to Section 101 & 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

To the Members of
GALLANTT ISPAT LIMITED

Notice is hereby given that pursuant to Section 101 & 108 of the Companies Act, 2013, read with Rule 20 of The Companies (Management and Administration) Rules, 2014, as amended from time to time. A meeting of the Equity Shareholders of the Company shall be convened and held for considering and, if thought fit, for passing the resolution set out below in relation to approval of the proposed Scheme of Amalgamation of Shikharji Rolling Mills Private Limited, Shikharji Steel & Agro Products Private Limited, Bhavika Steel Agencies Private Limited, Shrinu Agro Private Limited, Shrinu Steel Works Private Limited, Gyanika Flour Mills Private Limited, Satlaj Ispat Private Limited and Satlaj Flour Mills Private Limited (hereinafter jointly referred to as the **Transferor Companies**) with Gallantt Ispat Limited (hereinafter referred to as the Transferee Company) and their respective shareholders.

The Board of Directors in their meeting held on 23rd March, 2017 approved the Scheme of Amalgamation and have taken in-principal approval/ No Objection Certificate from the Registrar of Companies, West Bengal and the Official Liquidator, High Court, Calcutta under the provisions of Section 233 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016. The Transferor Companies are Wholly Owned Subsidiaries of the Gallantt Ispat Limited and hence, Regulation 37 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 does not apply to the Scheme of Amalgamation.

Take further notice that in pursuance of the said notice, a meeting of the Equity Shareholders of the Company will be held at Bhartiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata – 700017 on Wednesday, 12th July, 2017 at 12.30 p.m. You are requested to attend the same.

A copy of the Scheme, along with Statement under sub rule (3) of rule 25 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the Declaration of Solvency made in pursuance of clause (c) of sub-section (1) of section 233 of the Act and a Form of proxy is enclosed.

E-VOTING OPTIONS

Pursuant to Section 108 of the companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014, as amended, we are pleased to offer E-Voting facility, as an alternate, to our members, which would enable them to cast their votes electronically, instead of voting physically on ballot papers. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating E-voting to the shareholders of the Company in order to enable them to cast their votes electronically, instead of voting physically on ballot papers. Instructions for voting electronically are printed in this Notice.

Take further notice that you may vote through e-voting or attend and vote at the said meeting in person or through proxy, provided that a proxy in the prescribed form, duly signed by you or your Authorized Representative, is deposited at the Registered Office of the Company at 1, Crooked Lane, Second Floor, Room nos. 222 & 223, Kolkata – 700069, West Bengal, India not later than 48 hours before the time of the aforesaid meeting.

The Scrutinizer shall submit his report to the Chairman of the Company upon completion of scrutiny, in a fair and transparent manner, of voting through E-Voting Platform and on Physical Ballot not later than 2 days from 12th July, 2017. The Chairman shall announce the results of on or before 14th July, 2017.

The result of the voting will also be displayed on the Notice Board at the Registered Office of the Company and shall also be posted on the Company's website www.gallantt.com besides communicating the same to the Stock Exchanges.

SPECIAL BUSINESS

Item No.1

To consider and if thought fit, to pass the following resolution(s) in terms of Section 233 of Companies Act, 2013 thereby according consent to the proposed Scheme of Amalgamation by way of a specified majority:

“RESOLVED THAT pursuant to the provisions of Section 233 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modifications, amendments, re-enactments thereof for the time being in force, applicable Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (SEBI LODR Regulations), relevant rules of Companies (Compromises, Arrangements and Amalgamation) Rules, 2016, the provisions of the Memorandum and Articles of Association of the Company and subject to the requisite approvals, sanctions, consents, observations, no objections, confirmations, permissions from the Registrar of Companies, West Bengal, The Official Liquidator, High Court Calcutta, The Regional Director (being the authorities of Central Government delegated to the Regional Director), Kolkata, or such other competent authority as may be applicable, and the confirmations, permission, sanction and approval of the other statutory/regulatory authorities, if any, in this regard and subject to such other conditions or guidelines, if any, as may be prescribed or stipulated by any such authorities, from time to time, while granting such approvals, sanctions, consents, observations, no objections, confirmations, permissions and which may be agreed by the Board of Directors of the Company, the draft “Scheme of Amalgamation of Shikharji Rolling Mills Private Limited, Shikharji Steel & Agro Products Private Limited, Bhavika Steel Agencies Private Limited, Shrinu Agro Private Limited, Shrinu Steel Works Private Limited, Gyanika Flour Mills Private Limited, Satlaj Ispat Private Limited and Satlaj Flour Mills Private Limited (**Transferor Companies**) with Gallantt Ispat Limited (**Transferee Company**) and their respective shareholders (“Scheme”), providing for amalgamation of Transferor Companies with Gallantt Ispat Limited (**Transferee Company**) on a going concern basis with effect from 01.04.2016 (First day of April, Two Thousand and Sixteen) being the appointed date, be and is hereby approved.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized, empowered and directed to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to give effect to aforesaid resolution and to effectively implement the arrangements embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the statutory authorities, while sanctioning the amalgamation embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as may be deemed fit and proper.”

“RESOLVED FURTHER THAT any one of the Directors of the Company and Company Secretary be and are hereby severally authorized to make such alteration(s), addition(s) or modification(s) in the proposed Scheme of Amalgamation as they may deem expedient or necessary for satisfying the conditions, if any, imposed by the Hon'ble Regional Director (Eastern Region) or Hon'ble National Company Law Tribunal Kolkata Bench or suggested by the offices of Registrar of Companies, West Bengal and/or Official Liquidator or any other regulatory authority in this regard, keeping in view the interest of the Company.”

The Resolution provided in this notice seeks your approval to the said Scheme. The Explanatory Statement under Section 102 read with Section 233 and other applicable provisions of the Companies Act, 2013 and Details & Information as required under the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the Scheme of Amalgamation are forming part of this notice.”

For **GALLANTT ISPAT LIMITED**

Date : 1st June, 2017
Place : Kolkata
Address: 1, Crooked Lane, 2nd Floor
Room Nos. 222 & 23, Kolkata - 700 069

Nitesh Kumar
Company Secretary

NOTES:

- 1) **The copies of the following documents as prescribed under Rule 25(3) of The Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 are being circulated along with this notice and the same formulates an integral part of the notice:-**
 - 1.1. Proposed Scheme of Amalgamation;
 - 1.2 Declaration of Solvency In Form CAA-10;
 - 1.3. Statement with prescribed Disclosures under Rule 25(3)(A) read with Rule 6(3) of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 as a Part of Explanatory Statement.

- 2) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HER/HIM AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE FORM/ INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT 1, CROOKED LANE, SECOND FLOOR, ROOM NOS. 222 & 223, KOLKATA – 700069 NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- 3) A proxy form is enclosed herewith. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10 (ten) percent of the total share capital of the Company. Provided that a member holding more than 10 (ten) percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other member.
- 4) During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at anytime during the business hours of the Company, provided that not less than two days of advance notice in writing is given to the Company.
- 5) Where a body corporate which is a member of the company authorizes any person to act as its representative at the meeting of the members of the company, a copy of the resolution of the Board of Directors or other governing body of such body corporate authorizing such person to act as its representative at the meeting, and certified to be a true copy by a director, the manager, the secretary, or other authorised officer of such body corporate shall be lodged with the company at its registered office not later than 48 hours before the meeting.
- 6) A Minor shall not be appointed as a Proxy.
- 7) 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.
- 8) The proxy of a member who does not know English may be accepted if it is executed in the manner given in point no. 7 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.
- 9) Members/Proxies should fill in the Attendance Slip for attending the Meeting and bring their Attendance Slips. All the persons attending the Meeting are advised to bring their original photo identity cards for verification.
- 10) The notice is being sent to all the members, whose names appeared in the register of members/ Record of Depositories on 26th May, 2017. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the member as on 5th July, 2017.
- 11) All alterations made in the form of the proxy should be initialed.
- 12) The Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 in respect of Item No.1 and Particulars to be disclosed under Rule 25(3)(a) of Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 are enclosed herewith and forms an integral part of this Notice.
- 13) The route map to the venue of the Meeting is enclosed herewith and forms an integral part of the notice and Rabindra Sadan Metro Station is a prominent location near the venue of the Meeting.
- 14) 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.
- 15) Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold share(s) in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting to facilitate identification of membership at the Meeting.
- 16) The voting rights of shareholders shall be in proportion of the shares held by them in the paid up equity share capital of the Company as on the cut off date i.e. 5th July, 2017 as per the Register of Members of the Company.
- 17) In accordance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the business proposed for the ensuing Members' Meeting, may be transacted through electronic voting system provided by NSDL and the Company is providing facility for voting by electronic means ("e-voting") to its members. Resolution(s) passed by members through e-voting is / are deemed to have been passed as if they have been passed at the ensuing Members' Meeting.

- 18) The Company has engaged the services of National Securities Depository Limited (“NSDL”) to provide e-voting facilities and for security and enabling the members to cast their vote in a secure manner.
- 19) It may be noted that this e-voting facility is optional. The e-voting facility will be available at the link <https://www.evoting.nsdl.com/> during the following voting period.

Commencement of e-voting: From 9.00 a.m. of Sunday, 9th day of July, 2017

End of e-voting Upto at 5:00 p.m. of Tuesday, 11th July, 2017

E-voting shall not be allowed beyond 5.00 p.m. of Tuesday, 11th July, 2017

During the e-voting period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The cut-off date for the limited purpose of e-voting is Wednesday, 5th July, 2017.

- 20) The login ID and password for e-voting along with process, manner and instructions for e-voting is being sent to the members who have not registered their e-mail IDs with the Company along with physical copy of the notice.
- 21) Those members who have registered their e-mail IDs with the Company / their respective Depository Participants are being forwarded the login ID and password for e-voting along with process, manner and instructions by e-mail.
- 22) The Company has, in compliance with Rule 20 of the (Management and Administration) Rules, 2014, appointed Mr. Tanmay Kumar Saha, Company Secretary in Practice having Membership (ICSI Membership No. 27396 and CP No. 11918), as the Scrutinizer (as consented to be appointed as Scrutinizer) for conducting the electronic process in a fair and transparent manner.
- 23) Members are requested to intimate immediately any change in their address or other mandates to their Depository Participants with whom they are maintaining their demat accounts. The Company or its Registrar and Transfer Agent cannot change mandates for shares in electronic form.
- 24) Non-resident Indian Members are requested to inform the Company's Share Registrar – Niche Technologies (P) Limited immediately for:
- (a) the change in the residential status on return to India for permanent settlement; and
 - (b) the particulars of the bank account(s) maintained in India with complete name, branch, account type, account number and address of the bank, if not furnished earlier.
- 25) Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be obtained from the Company's Registrar.
- 26) Members who have not registered their e-mail addresses so far are requested to register their email addresses so that they can receive the Annual Report and other communication from the Company electronically.
- 27) The soft copy of the Notice is also available at the website of the Company i.e. www.gallantt.com. The soft copy of the Notice is also available at the website of the Stock Exchanges i.e. www.bseindia.com and www.nseindia.com.
- 28) Pre and Post Scheme (expected) Capital Structure & Shareholding Pattern (however there is no change in the shareholding pattern pursuant to the proposed amalgamation), are forming part of this notice. All these documents are also available at the website of the Company, www.gallantt.com.
- 29) Members may contact Mr. Nitesh Kumar, Company Secretary (email: nitesh@gallantt.com, Contact No: (033-40642189), for any grievances connected with voting by electronic means at the Registered Office of the Company at 1, Crooked Lane, Second Floor, Room Nos. 222 & 223, Kolkata – 700069, West Bengal, India.
- 30) In addition to the providing of E-Voting facility, the Company is convening a physical Meeting of the shareholders of the Company on Wednesday, 12th July, 2017 at 12.30 p.m. at Bhartiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata – 700017 for obtaining their approval to the proposed Scheme of Amalgamation.
- 31) **Voting through electronic means:**
- I. 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 SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Extra-Ordinary General Meeting (EOGM) by electronic means and the business may be

transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EOGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

- II. The facility for voting through ballot paper shall be made available at the EOGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the EOGM may also attend the EOGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on 9th July, 2017 (9:00 am) and ends on 11th July, 2017 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 5th July, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- V. The process and manner for remote e-voting are as under:

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :

- (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

NOTE : Shareholders already registered with NSDL for e-voting will not receive the PDF file "remote e-voting.pdf".

- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>.
 - (iii) Click on Shareholder - Login.
 - (iv) Put your user ID and password as initial password/PIN noted in step No. (i). Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select "EVEN" of "GALLANTT ISPAT LIMITED".
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to tanmayks@gmail.com with a copy marked to evoting@nsdl.co.in.

- B. In case a Member receives physical copy of the Notice of EOGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the EOGM :

EVEN (Remote e-voting Event Number) USER ID PASSWORD/PIN

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote

e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

NOTE: Shareholders who forgot the User Details/Password can use “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No).

- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 5th July, 2017.

- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 5th July, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or [Issuer/RTA](#).

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A member may participate in the EOGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EOGM.

- XIII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the EOGM through ballot paper.

- XIX. Mr. Tanmay Kumar Saha, Company Secretary (Membership No. 27396 and CP No. 11918) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

- XV. The Chairman shall, at the EOGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” or “Poling Paper” for all those members who are present at the EOGM but have not cast their votes by availing the remote e-voting facility.

- XVI. The Scrutinizer shall after the conclusion of voting at the general 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, not later than three days of the conclusion of the EOGM, 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 forthwith.

- XVII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company 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 BSE Limited, Mumbai and National Stock Exchange of India Limited.

- 32) All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 a.m. to 5.00 p.m.) on all working days except Saturdays and Sundays, up to and including the date of the Meeting of the Members of the Company.

For **GALLANTT ISPAT LIMITED**

Date : 1st June, 2017
Place : Kolkata
Address: 1, Crooked Lane, 2nd Floor
Room Nos. 222 & 23, Kolkata - 700 069

Nitesh Kumar
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.1

The Transferee Company has recently acquired the entire shareholding of the Transferor Companies, Wholly Owned Subsidiaries and furthermore all the companies are engaged in same line of business and therefore in order to consolidate the operations in the Transferee Company as well as eliminate the duplication of various processes it's proposed to amalgamate the Transferor Companies by way of the present Scheme of Amalgamation into the Transferee Company. The rationale is further dealt with in detail in the proposed Scheme of Amalgamation, a copy of which is enclosed and circulated along with the present notice and statement.

None of the Director, Managing Director, Whole Time Director, Chief Financial Officer, Company Secretary or their relatives has got any concern or interest whether financial or otherwise, if any, in respect of Resolution proposed at item No.1. Further, presently the Company has got no Manager. Further, promoters, directors or manager and all other key managerial personnel are not interested in any manner in Transferor Companies as the entire shareholding of the Transferor Company is held by the Company itself. Further, none of the Directors on the Board of Directors of Transferor Company are getting any remuneration from the said Company. Further there is no common director between the Company and the Transferor Companies.

Documents for Inspection

The following documents are open for inspection, at the respective Registered Offices of the Companies during normal business hours (10.00 a.m. to 5.00 p.m.) on all working days except Saturdays and Sundays, up to and including the date of the Meeting of the Members of the Companies and shall also be available for inspection at the venue of the proposed meeting of Members till the conclusion of the said meeting:-

- Latest audited financial statements of the Transferor Companies for the period ended on March 31, 2017 and latest audited financial statements of the Transferee Company for the FY 2017 including consolidated financial statements;
- Copy of Scheme of Amalgamation;
- The certificate issued by Auditor of the Transferee Company to the effect that the accounting treatment, if any, proposed in the Scheme of Compromise or Amalgamation is in conformity with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013;
- The Declaration of Solvency made in pursuance of clause (c) of sub-section (1) of section 233 of the Act in Form No. CAA 10.
- Letter from the office of Registrar of Companies, West Bengal bearing reference no. ROC/LEGAL/233/2017/455 dated 04.05.2017.
- Letter from the office of Official Liquidator, High Court, Calcutta bearing reference no. OL-Misc./Amalg./60/714/G dated 05.05.2017.

CAPITAL STRUCTURE PRE AND POST AMALGAMATION

Pre and Post Amalgamation expected capital structure of Gallantt Ispat Limited is as follows:

Particulars	Pre Amalgamation		Post Amalgamation	
	No. of Shares	Amount	No. of Shares	Amount
Authorised Share Capital Equity Shares of Rs. 10/- each	4,65,00,000	46,50,00,000	4,66,85,000	46,68,50,000
Issued, Subscribed and Paid up Share Capital Equity Shares of Rs. 10/- each	2,82,36,072	28,23,60,720	2,82,36,072	28,23,60,720

PRE AND POST AMALGAMATION SHAREHOLDING PATTERN OF THE COMPANY

As there is no issue of shares pursuant to the Scheme of Amalgamation, the Pre and Post amalgamation shareholding would remain unchanged. The shareholding pattern of the Transferor Company as on May 26, 2017 is given below :-

Category of Shareholders	Pre Amalgamation		Post Amalgamation	
	No. of Shares	%	No. of Shares	%
Promoter	1,80,97,370	64.09	1,80,97,370	64.09
Public	1,01,38,702	35.91	1,01,38,702	35.91
Non-Promoter Non-Public (shares held by Employees Trust)	—	—	—	—

The information as submitted above and documents as available for inspection are sufficient and relevant for the respective shareholders/ lenders/ creditors for making their decision for or against the proposed Scheme of Amalgamation.

The Members to whom this notice is sent may vote in the meeting either in person or by proxies, or by voting through electronic means and the terms of voting through the proxy are stated in the notes to the notice, which may kindly be referred to. The Company has duly served an advance copy of the Scheme of Amalgamation under Form CAA-9 before the offices of Registrar of Companies, West Bengal as well as Official Liquidator on 24.03.2017 in terms of Rule 25(1) of Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

In response to the same the Company has received a Letter having reference no. ROC/LEGAL/233/2017/455 dated 04.05.2017 from Registrar of Companies, West Bengal with the following suggestion:

1. ***“The share capital clause of the scheme shall include the class and category of company which enters into the scheme of amalgamation i.e. Holding and a Wholly Owned Subsidiary Companies.***
2. ***The Scheme shall include the clause related to providing “transfer of charges”, “purchase of share held by the descending shareholders/debtors, creditors, “cancellation or extinguish of shares on demerger”, if applicable.***
3. ***The Scheme shall include the clause related to providing Share Exchange Ratio between the Transferor Company and the Transferee Company.***
4. ***It appears that the transferee Company M/s. Gallantt Ispat Limited is a listed Company. Hence, necessary approval/ suggestion as issued by the concerned regulatory authorities shall be made incorporated in the said Scheme. The Scheme may also include the Clause providing Compliance of Listing Agreement and SEBI Guidelines as applicable.***
5. ***This Office has scrutinised the scheme of Amalgamation for its limited internal purpose / in-principle approval for deciding on the matter of Amalgamation of the transferors and transferee companies and it should not for any reason affects the interest of public.***

The said suggestion has been duly incorporated in the Scheme of Amalgamation being circulated along with the present Notice.

In order to incorporate any other suggestion and any other changes in the draft Scheme of Amalgamation, a suitable amendment motion may be moved at the proposed Meeting of Members of the Company.

Apart from the above mentioned suggestion, the Company has not received any adverse remark/observation/suggestions from the office of Registrar of Companies, West Bengal and Office of the Official Liquidator, High Court, Calcutta.

As stated above, this Letter shall also be placed for inspection of the Members of the Company at the Registered Office of the Company and also at the venue of the Meeting.

Furthermore, the Company has also filed their Declaration of Solvency in Form CAA-10 before the office of Registrar of Companies, West Bengal in electronic mode through E-Form GNL-1 having SRN G44835940 dated 30.05.2017.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

The Scheme of Amalgamation, if approved by the appropriate authorities, shall not have any adverse impact or effect on the Key Managerial Persons, Directors, Promoters, Non-Promoter members, Creditors, whether secured or unsecured, employees of all the Companies involved in the amalgamation. The Companies do not have any Depositors or Debenture Holders.

The Directors of the respective companies may be deemed to be concerned and/or interested in the Scheme only to the extent of their shareholding if they hold any in the respective companies, or to the extent said directors are common Directors in the Companies, or to the extent said directors are the partners, directors, members of the companies, firms, association of persons, bodies corporate and/or beneficiary of trust that holds shares in any of the Companies.

The Board recommends the above Resolution for approval of the Members.

GREEN INITIATIVE:

The Ministry of Company Affairs (MCA) has taken the “Green Initiative in Corporate Governance”(Circular No. 17/2011 dated April 2011 and Circular No. 18/2011 dated 20th April, 2011) along with paperless compliance by companies through electronic mode.

Keeping in view underlying theme and circular issued by MCA, the Company proposes to send all documents to be sent to shareholders like General Meeting Notice, Annual Report including Audited Financial Statements, Director Report, Auditor Report etc. to our shareholders in electronic form, to the email address provided by them and made available to the Company by the Depositories. Please also note that you will be entitled to be furnished free of cost, with a copy of the Annual Report of the Company and all other documents required by law to be attached thereto, upon receipt of a requisition from you, any time. As a member of the Company, such a requisition may be sent to the Registered Office of the Company addressed to the Company Secretary.

STATEMENT DISCLOSING THE DETAILS OF AMALGAMATION TO ACCOMPANY THE NOTICE OF THE MEETING(S) OF UNSECURED CREDITORS AND/OR MEMBERS
[Pursuant to section 233 and rule 25]

In the matter of:

Shikharji Rolling Mills Private Limited & Ors.....Applicant(s)

(i) **Details of the meeting:-**

(a) **date, time and venue of the meeting:** as per the table below:

PARTICULARS OF MEETINGS	VENUE	DATE	TIME
Equity shareholders of Gallantt Ispat Limited	Bhartiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata – 700017, West Bengal	Wednesday, July 12, 2017	12.30 p.m.
Equity shareholders of Shikharji Rolling Mills Private Limited	12, Hemanta Basu Sarani (East), First Floor (Mezzanine), Room No. 1MC, Kolkata - 700 069, West Bengal	Tuesday, July 11, 2017	10.00 a.m.
Equity shareholders of Shikharji Steel & Agro Products Private Limited	12, Hemanta Basu Sarani (East), First Floor (Mezzanine), Room No. 1MC, Kolkata - 700 069, West Bengal	Tuesday, July 11, 2017	11.00 a.m.
Equity shareholders of Bhavika Steel Agencies Private Limited	12, Hemanta Basu Sarani (East), First Floor (Mezzanine), Room No. 1MC, Kolkata - 700 069, West Bengal	Tuesday, July 11, 2017	12.00 noon
Equity shareholders of Shrinu Agro Private Limited	12, Hemanta Basu Sarani (East), First Floor (Mezzanine), Room No. 1MC, Kolkata - 700 069, West Bengal	Tuesday, July 11, 2017	01.00 p.m.
Equity shareholders of Shrinu Steel Works Private Limited	12, Hemanta Basu Sarani (East), First Floor (Mezzanine), Room No. 1MC, Kolkata - 700 069, West Bengal	Tuesday, July 11, 2017	02.00 p.m.
Equity shareholders of Gyanika Flour Mills Private Limited	12, Hemanta Basu Sarani (East), First Floor (Mezzanine), Room No. 1MC, Kolkata - 700 069, West Bengal	Tuesday, July 11, 2017	03.00 p.m.
Equity shareholders of Satlaj Ispat Private Limited	12, Hemanta Basu Sarani (East), First Floor (Mezzanine), Room No. 1MC, Kolkata - 700 069, West Bengal	Tuesday, July 11, 2017	03.30 p.m.
Equity shareholders of Satlaj Flour Mills Private Limited	12, Hemanta Basu Sarani (East), First Floor (Mezzanine), Room No. 1MC, Kolkata - 700 069, West Bengal	Tuesday, July 11, 2017	04.00 p.m.

(ii) details of the company including:

a	name of the company;	Gallant Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satraj Ispat Private Limited	Satraj Flour Mills Private Limited
b	Corporate Identification Number (CIN) of the company;	L27109WB2005 PLC101650	U28100WB2010 PTC143585	U28100WB2010 PTC143499	U28100WB2010 PTC143406	U15100WB2009 PTC138524	U28100WB2010 PTC141268	U15100WB2010 PTC143809	U28100WB2010 PTC143811	U15100WB2010 PTC143610
c	Permanent Account Number (PAN);	AACGG2969B	AAFCP3810P	AAFCP3808H	AAECB0189Q	AADCC8020E	AAECR6144D	AAICA3197K	AABCL7499L	AAECR6842C
d	date of incorporation;	11/02/2005	13/03/2010	13/03/2010	12/03/2010	18/09/2009	22/01/2010	16/03/2010	17/03/2010	15/03/2010
e	type of the company (whether public or private or one-person company);	PUBLIC	PRIVATE	PRIVATE	PRIVATE	PRIVATE	PRIVATE	PRIVATE	PRIVATE	PRIVATE
f	registered office address and e-mail address;	1, Crooked Lane, Second Floor, Room No. 222 & 223 Kolkata - 700069, (W.B.)	12, Hemanta Basu Sarani, First Floor(Mezzanine), Room No. 1MC, Kolkata- 700069 (W.B.)	12, Hemanta Basu Sarani, First Floor(Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.)	12, Hemanta Basu Sarani, First Floor(Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.)	12, Hemanta Basu Sarani, First Floor(Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.)	12, Hemanta Basu Sarani, First Floor(Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.)	12, Hemanta Basu Sarani, First Floor(Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.)	12, Hemanta Basu Sarani, First Floor(Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.)	12, Hemanta Basu Sarani, First Floor(Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.)
g	summary of main object as per the memorandum of association; and main business carried on by the company	1. To carry on the business as manufacturers, processors, converters, producers, exporters, traders, dealers, distributors, stockists, buyers, sellers, agents, or merchants in all kinds and forms of iron and steel including sponge iron, pig iron, hot rolling & cold rolling steel strips, ingots, billets,	1. To acquire or carry on in India or elsewhere the business of providing heat and cold treatment of iron, steel (including alloy steel) and metal foundries, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets,	1. To acquire or carry on in India or elsewhere the business of providing heat and cold treatment of iron, steel (including alloy steel) and metal foundries, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets,	1. To acquire or carry on in India or elsewhere the business of providing heat and cold treatment of iron, steel (including alloy steel) and metal foundries, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets,	1. To carry on the business of process, produce. Mix, pack, preserve, freeze, extract, refine, manufacture, import, export, buy, sell, trade and deal in processed foods, health foods, protein foods, food products, agro foods, fast foods, packed foods, poultry products, sea foods, milk foods,	1. To acquire or carry on in India or elsewhere the business of providing heat and cold treatment of iron, steel (including alloy steel) and metal foundries, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets,	1. To carry on the business of millers in all its branches and to set up mills for milling wheat, gram, other grains and cereals, dal, besan, maida, atta, sooji and other allied products and to manufacture any by-products and to manufacture food products such as biscuits, flakes, dalia and confectionery from flours of	1. To acquire or carry on in India or elsewhere the business of providing heat and cold treatment of iron, steel (including alloy steel) and metal foundries, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets,	1. To carry on the business of millers in all its branches and to set up mills for milling wheat, gram, other grains and cereals, dal, besan, maida, atta, sooji and other allied products and to manufacture any by-products and to manufacture food products such as biscuits, flakes, dalia and confectionery from flours of

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
		mild, high carbon, spring, high speed, tool, alloy, stainlesssteels, iron-metals and blooms, slabs, bars, joists, rods, squares, structural, tubes, poles, flanges, beams, joints, pipes sheets casting, wires, rails, rolling materials, rollers etc. semi manufactured and other materials made usually or partly of iron, steel alloys and metal products required in or used for industrial, defence, agricultural, transport, commercial domestic, building power transmission and/or construction purposes including the rerolling activity and the activity	ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace.	ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace.	ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace.	health and diet drinks, extruded foods, frozen foods, dehydrated foods, precooked foods, canned foods, preserved foods, bakery products and confectionery items such as breads, biscuits, sweets, cakes, pastries, cookies, wafers, condoles, lemon drops, chocolate, toffees, tinned fruits, chewing gum, bubble gum, detergents, tea and coffee, vegetables, fruits, jams, jelly, pickles, squashes, sausages, nutrient, health and diet foods / drinks, extruded foods, confectionery items, sweets, cereals products and any other food products in and outside India.	ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace.	all kinds and description and to set up factories or mills for the manufacture thereof.	ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace.	all kinds and description and to set up factories or mills for the manufacture thereof.

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
		of generation of power for captive consumption and/or for sale/ transmission.								
		2. To carry on business as manufacturers, processors, importers, exporters and dealers in all kinds of minerals like ferrous, copper, zink, aluminium, coal etc. including the mining activity.	2. To carry on in India or elsewhere the business to design, manufacture, produce, prepare, buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters,	2. To carry on in India or elsewhere the business to design, manufacture, produce, prepare, buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters,	2. To carry on in India or elsewhere the business to process., prepare, disinfect, fennentate, compound, mix, clean wash, concentrate, crush, grind, segregate, pack, repack, add, remove, heat, grade, preserve, freeze, distillate, boil, sterilize, improve, extract refine, buy, sell, resale, import, export, barter, transport, store, forward, distribute, dispose, develop, handle, manipulate, consultant, collaborator, adatia, stockists, liasioner, middleman,	2. To carry on in India or elsewhere the business to design, manufacture, produce, prepare, buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters,	2. To carry on in India or elsewhere the business to design, manufacture, produce, prepare, buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters,	2. To carry on in India or elsewhere the business to design, manufacture, produce, prepare, buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters,	2. To carry on in India or elsewhere the business to design, manufacture, produce, prepare, buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters,	2. To carry on the business of producing, extracting, refining, storing, exporting, importing, transporting and dealing in flours of all kinds and description whatsoever and to construct and run flour mills of any kind or description.

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
			diameters, capacities, applications, uses and values of gadgets, implements, accessories, parts, spares, assemblies, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic or otherwise.	capacities, applications, uses and values of gadgets, implements, accessories, parts, spares, assemblies, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic or otherwise.	capacities, applications, uses and values of gadgets, implements, accessories, parts, spares, assemblies, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic or otherwise.	export house, jobworker or otherwise to deal in all types, descriptions, tastes, uses and packs of consumer food items, their by products, ingredients, derivatives, residues, including foods and vegetables, packed foods, powders, pastes, liquids, drinks, beverages, juices, jams, jelly, squashes, pickles, sausages, concentrates, extracts, essences, flavours, syrups, sarbats, flavoured drinks, cream, cheese, butter, biscuits, breads, cakes, pastries, confectionery, sweets, chocolates, toffees, fun foods, breakfast foods, dietetic products,	capacities, applications, uses and values of gadgets, implements, accessories, parts, spares, assemblies, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic or otherwise.		capacities, applications, uses and values of gadgets, implements, accessories, parts, spares, assemblies, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic or otherwise.	

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
						strained baby foods, instant foods, cereal products, table delicacies and all other items whether natural, artificial or synthetic.				
		3. To manufacture, deal, import and export in ferrous and non-ferrous metals, ferrous alloys, ferro silicon, ferrochrome-ferro manganese etc., sheets and other ferrous substances and metals of every description and grades and to manufacture, deal, import and export in all kinds and varieties of non ferrous raw metals such as aluminium, copper, tin, lead etc. and the by-products obtained in processing and	3. To act as agent, broker, representative, consultant, collaborator, stockist, lessor, franchiser, wholesaler, retailer, job-worker, exporter, importer, dealer or in any such other capacity in respect of products manufactured or dealt with by the Company.	3. To act as agent, broker, representative, consultant, collaborator, stockist, lessor, franchiser, wholesaler, retailer, job-worker, exporter, importer, dealer or in any such other capacity in respect of products manufactured or dealt with by the Company.	3. To act as agent, broker, representative, consultant, collaborator, stockist, lessor, franchiser, wholesaler, retailer, job-worker, exporter, importer, dealer or in any such other capacity in respect of products manufactured or dealt with by the Company.	3. To carry on the business of processing, farming, manufacturing, distributorship, agency, broker, factors, stockiest, importer and otherwise deal in all kinds of organic and inorganic foods products and drinking products, mineral water, soft drinks, aerated mineral water, fruit drinks, artificial flavoured drinks, condensed milk and drinking products of all kinds and other consumable provision of every description	3. To act as agent, broker, representative, consultant, collaborator, stockist, lessor, franchiser, wholesaler, retailer, job-worker, exporter, importer, dealer or in any such other capacity in respect of products manufactured or dealt with by the Company.	3. To purchase, sell, import, export, manufacture, repair, assemble or otherwise deal in all machinery used in the manufacture of flour, dal, besan, biscuits, flakes, dalia and allied products.	3. To act as agent, broker, representative, consultant, collaborator, stockist, lessor, franchiser, wholesaler, retailer, job-worker, exporter, importer, dealer or in any such other capacity in respect of products manufactured or dealt with by the Company.	3. To purchase, sell, import, export, manufacture, repair, assemble or otherwise deal in all machinery used in the manufacture of flour, dal, besan, biscuits, flakes, dalia and allied products.

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
		manufacturing these raw metals and to carry on the business of engineers, metal workers, mill-wrights, smiths, metallurgists and to act as engineering consultants and designers, and importers, and exporters of technology.				for human consumption.				
		4. To carry on business as manufacturers, processors, importers, exporters, and dealers in all kinds of casting products, iron and steel goods and as iron-masters, iron founders, iron-workers, steel makers, electric etc. and blast furnaces proprietors, brass founders and metal makers refiners and workers generally	4. To carry on all processes like metal printing, metal anodising, electro-plating, chemical treatment and lacquering in respects of products manufactured or dealt with by the Company.	4. To carry on all processes like metal printing, metal anodising, electro-plating, chemical treatment and lacquering in respects of products manufactured or dealt with by the Company.	4. To carry on business as manufacturers, importers, exporters, wholesalers, retailers and dealers in all types of agri-inputs, like fertilizers, Micronutrients, Pesticides & insecticides, veterinary and live stock feeds and feed supplements, fish feeds and its supplements.	4. To carry on all processes like metal printing, metal anodising, electro-plating, chemical treatment and lacquering in respects of products manufactured or dealt with by the Company.	4. To purchase, sell, store or otherwise deal in wheat, paddy and other grains, cereals, cotton, kapas, rice, seeds of all kinds and other raw materials necessary for an incidental to or conducive to the above objects or any of them.	4. To purchase, sell, store or otherwise deal in wheat, paddy and other grains, cereals, cotton, kapas, rice, seeds of all kinds and other raw materials necessary for an incidental to or conducive to the above objects or any of them.	4. To carry on all processes like metal printing, metal anodising, electro-plating, chemical treatment and lacquering in respects of products manufactured or dealt with by the Company.	4. To purchase, sell, store or otherwise deal in wheat, paddy and other grains, cereals, cotton, kapas, rice, seeds of all kinds and other raw materials necessary for an incidental to or conducive to the above objects or any of them.

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
		iron and steel converters, smiths, tin plate makers, manufacturers of industrial, agricultural and other fittings, parts and all kinds of machineries, accessories, tools and implements, boiler and steam generating plant makers, metallurgists.								
		5. To carry on the business of millers in all its branches and to set up mills for milling wheat, gram and other grains and cereals, dal, besan, maida, atta, suji and other allied products and to manufacture any bye-products, food products, such as biscuits, flakes, dalia and confectionery from flours of all kinds and		5. To carry on business as manufactures, importers, exporters, wholesalers, retailers and dealers in all types of agri-inputs, like fertilizers, Micronutrients, Pesticides & insecticides, veterinary and live stock feeds and feed supplements, fish feeds and its supplements.				5. To establish and run flour mills for converting wheat into wheat products like maida, sooji, atta and bran in all its branches and all purifying, refining processes and marketing the same either as finished products or any other semi-finished states.		5. To establish and run flour mills for converting wheat into wheat products like maida, sooji, atta and bran in all its branches and all purifying, refining processes and marketing the same either as finished products or any other semi-finished states.

a	name of the company;	Gallant Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
		set up factories or mills for the manufacture thereof and to carry on the business of producing, extracting, refining, storing, exporting, importing, transporting and dealing in flours of all kinds whatsoever and to run flour mills of any kind including rice mills for separation of musk , bran for preparation of flours or other products therefrom to carry on the business of manufacturing, buying, selling, importing, exporting and dealing in textiles, cotton, silk, art silk, rayon, nylon, viscos, synthetic fibers, staple fibers, polyester,								

a	name of the company;	Gallant Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
		worsted, wool, hemp and other fibre materials, yarn, cloth, linen, rayon and other goods or merchandise whether textile felted, netted or looped.								
		6. To carry on the business activities as developers of land, colonies, sheds, buildings, structures, residential plots, commercial plots, industrial plots and sheds, roads, bridges, channels, culverts and to act as architect, designers, contractors, sub-contractors, for all types of constructions and developments work for private sector, government departments, semi government departments, development		6. To buy import, export, sell and generally deal in all plant and machinery, implements, accessories, tools, goods or things and all types of modern agricultural implements, veterinary, live stock and poultry equipments and also to carry on the business of poultry, farming, agricultural farming, fish rearing and allied activities.						

a	name of the company;	Gallant Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
		authorities and to develop the sites and plots and to carry on the business activities of acquirer, purchaser, repurchase, let out, lease, sell, exchange, hire or otherwise all types of land, and properties of any tenure or any interest in the same or to erect and construct houses, building, multi-stories, or work for every descriptions on any land of the company or upon other land or property and to pull down re-build, enlarge, alter, and improve, existing houses, buildings, or work thereon and to purchasing and selling of houses and plots free hold or other house property, building, or								

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
		lands or interest, household articles and other products of other companies in the installments, network scheme or otherwise.								
				7. To carry on the business of process, produce. Mix, pack, preserve, freeze, extract, refine, manufacture, import, export, buy, sell, trade and deal in processed foods, health foods, protein foods, food products, agro foods, fast foods, packed foods, poultry products, sea foods, milk foods, health and diet drinks, extruded foods, frozen foods, dehydrated foods, precooked foods, canned foods, preserved foods, bakery products and						

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
				confectionery items such as breads, biscuits, sweets, cakes, pastries, cookies, wafers, condoles, lemon drops, chocolate, toffees, tinned fruits, chewing gum, bubble gum, detergents, tea and coffee, vegetables, fruits, jams, jelly, pickles, squashes, sausages, nutrient, health and diet foods / drinks, extruded foods, confectionery items, sweets, cereals products and any other food products in and outside India.						
				8. To carry in India or elsewhere the business to process, prepare, disinfect, fennentate, compound, mix, clean wash, concentrate, crush, grind,						

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
				segregate, pack, repack, add, remove, heat, grade, preserve, freeze, distillate, boil, sterilize, improve, extract refine, buy, sell, resale, import, export, barter, transport, store, forward, distribute, dispose, develop, handle, manipulate, consultant, collaborator, adatia, stockists, liasioner, middleman, export house, jobworker or otherwise to deal in all types, descriptions, tastes, uses and packs of consumer food items, their by products, ingredients, derivatives, residues, including foods and vegetables, packed foods,						

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
				powders, pastes, liquids, drinks, beverages, juices, jams, jelly, squashes, pickles, sausages, concentrates, extracts, essences, flavours, syrups, sarbats, flavoured drinks, cream, cheese, butter, biscuits, breads, cakes, pastries, confectionery, sweets, chocolates, toffees, fun foods, breakfast foods, dietetic products, strained baby foods, instant foods, cereal products, table delicacies and all other items whether natural, artificial or synthetic.						
				9. To carry on the business of processing, farming, manufacturing, distributorship, agency, broker,						

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
				factors, stockiest, importer and otherwise deal in all kinds of organic and inorganic foods products and drinking products, mineral water, soft drinks, aerated mineral water, fruit drinks, artificial flavoured drinks, condensed milk and drinking products of all kinds and other consumable provision of every description for human consumption.						

	name of the company;	Gallant Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
a										
h	details of change of name, registered office and objects of the company during the last five years;	The Transferee Company has amended its Memorandum of Association of the Company and the Company and inter alia after Clause III 5 a new clause 6 had been be inserted in the Main Object Clause which is as under: 6. To carry on the business activities as developers of land, colonies, sheds, buildings, structures, residential plots, commercial plots, industrial plots and sheds, roads, bridges, channels, culverts and to act as architect, designers, contractors, sub-contractors, for all types of constructions and developments work for private sector, government departments, semi government departments, development	There has been changes with effect from March 16, 2017 in the name from Pukhraj Vincom Private Limited to Shikharji Rolling Mills Private Limited and with effect from February 28, 2017 the Registered Office shifted from 7/1A, Grant Lane, Kolkata – 700012 to 12, Hemanta Basu Sarani, First Floor (Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.) Further, with effect from February 24, 2017 the Memorandum of Association of the Company has been altered including the Main object of the Company which are set out hereunder: 1. To acquire or carry on in India or elsewhere the business of providing heat and cold	There has been changes with effect from March 16, 2017 in the name from of Bluebird Dealtrade Private Limited to Bhavika Steel Agencies Private Limited and with effect from February 28, 2017 the Registered Office shifted from 67, Metcalf Street, Kolkata – 7000013 to 12, Hemanta Basu Sarani, First Floor (Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.). Further, with effect from February 27, 2017 the Memorandum of Association of the Company has been altered including the Main object of the Company which are set out hereunder: 1. To acquire or carry on in India or elsewhere the business of providing heat and cold	There has been changes with effect from February 24, 2017 in the name from Captain Barter Private Limited to Shrinu Agro Private Limited and with effect from February 28, 2017 the Registered Office shifted from 10, Sikdar Para Lane, Ground Floor, Kolkata – 700007 to 12, Hemanta Basu Sarani, First Floor (Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.). Further, with effect from February 23, 2017 the Memorandum of Association of the Company has been altered including the Main object of the Company which are set out hereunder: 1. To carry on the business of process, produce, Mix, pack, preserve, freeze, extract, refine,	There has been changes with effect from March 01, 2017 in the name from Ritz Financial Advisory Private Limited to Shrinu Steel Works Private Limited and with effect from February 28, 2017 the Registered Office shifted from 10, Sikdar Para Lane, Ground Floor, Kolkata – 700007 to 12, Hemanta Basu Sarani, First Floor (Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.). Further, with effect from February 24, 2017 the Memorandum of Association of the Company has been altered including the Main object of the Company which are set out hereunder: 1. To acquire or carry on in India or elsewhere the business of providing heat	There has been changes with effect from March 01, 2017 in the name from Atlantic Commodeal Private Limited to Gyanika Flour Mills Private Limited and with effect from February 28, 2017 the Registered Office shifted from 20, Phears Lane, Lane, Kolkata – 700012 to 12, Hemanta Basu Sarani, First Floor (Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.). Further, with effect from February 24, 2017 the Memorandum of Association of the Company has been altered including the Main object of the Company which are set out hereunder: 1. To carry on the business of millers in all its branches and to set up mills for milling wheat,	There has been changes with effect from March 16, 2017 in the name from Lordshiva Commotrade Private Limited to Satlaj Ispat Private Limited and with effect from March 11, 2017 the Registered Office shifted from 27A, Waterloo Street, First Floor, Room No. 118, Kolkata – 700069 to 12, Hemanta Basu Sarani, First Floor (Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.). Further, with effect from February 27, 2017 the Memorandum of Association of the Company has been altered including the Main object of the Company which are set out hereunder: 1. To acquire or carry on in India or elsewhere the business of the business of providing	There has been changes with effect from March 16, 2017 in the name from Richfield Dealers Private Limited to Satlaj Flour Mills Private Limited and with effect from March 11, 2017 the Registered Office shifted from 27A, Waterloo Street, First Floor, Room No. 118, Kolkata – 700069 to 12, Hemanta Basu Sarani, First Floor (Mezzanine), Room No. 1MC, Kolkata - 700069 (W.B.). Further, with effect from February 27, 2017 the Memorandum of Association of the Company has been altered including the Main object of the Company which are set out hereunder: 1. To carry on the business of millers in all its branches and to set up mills for milling wheat,	

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
	authorities and to develop the sites and plots and to carry on the business activities of acquirer, purchaser, repurchase, let out, lease, sell, exchange, hire or otherwise all types of land, and properties of any tenure or any interest in the same or to erect and construct houses, building, multi-stories, or work for every descriptions on any land of the company or upon other land or property and to pull down re-build, enlarge, alter, and improve, existing houses, buildings, or work thereon and to purchasing and selling of houses and plots free hold or other house property, building, or lands or interest, household articles and other	treatment of iron, steel (including alloy steel) and metal foundry, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets, ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace. 2. To carry on in India or elsewhere the business to design, manufacture, produce,	heat and cold treatment of iron, steel (including alloy steel) and metal foundry, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets, ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace. 2. To carry on in India or elsewhere the business to design, manufacture, produce,	treatment of iron, steel (including alloy steel) and metal foundry, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets, ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace. 2. To carry on in India or elsewhere the business to design, manufacture, produce, prep	treatment of iron, steel (including alloy steel) and metal foundry, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets, ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace. 2. To carry on in India or elsewhere the business to design, manufacture, produce, prep	manufacture, import, export, buy, sell, trade and deal in processed foods, health foods, protein foods, food products, agro foods, fast foods, packed foods, poultry products, sea foods, milk foods, health and diet drinks, extruded foods, frozen foods, dehydrated foods, precooked foods, canned foods, preserved foods, bakery products and confectionery items such as breads, biscuits, sweets, cakes, pastries, cookies, wafers, condoles, lemon drops, chocolate, toffees, tinned fruits, chewing gum, bubble gum, detergents, tea and coffee, vegetables, fruits, jams, jelly, pickles, squashes, sausages, nutrient, health and diet	and cold treatment of iron, steel (including alloy steel) and metal foundry, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets, ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace. 2. To carry on in India or elsewhere the business to design,	gram, other grains and cereals, dal, besan, maida, atta, sooji and other allied products and to manufacture any by-products and to manufacture food products such as biscuits, flakes, dalia and confectionery from flours of all kinds and description and to set up factories or mills for the manufacture thereof. 2. To carry on the business of producing, extracting, refining, storing, exporting, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace. 2. To carry on in India or elsewhere the business to design, manufacture, produce, prepare,	heat and cold treatment of iron, steel (including alloy steel) and metal foundry, processors, turners, forgers, drawers, rollers and re-rollers of steel shaftings, bars, rods, etc., in different shapes and sizes from scraps, billets, ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles and to alloy steel, stainless steel, any other products from steel, brass, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace. 2. To carry on in India or elsewhere the business to design, manufacture, produce, prepare,	gram, other grains and cereals, dal, besan, maida, atta, sooji and other allied products and to manufacture any by-products and to manufacture food products such as biscuits, flakes, dalia and confectionery from flours of all kinds and description and to set up factories or mills for the manufacture thereof. 2. To carry on the business of producing, extracting, refining, storing, exporting, copper, lead, zinc, nickel and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace. 2. To carry on in India or elsewhere the business to design, manufacture, produce, assemble

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		products of other companies in the installments, network scheme or otherwise. Alteration in the Main Object Clause of the Memorandum of Association had been done in accordance with the approval of the shareholders of the Company through Postal Ballot and E-voting on Tuesday, 29 th March, 2016. Further, in the same meeting (through postal ballot and e-voting) Company had deleted the heading of Clause III B, "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS;" and replaced it with the heading "Matters which are necessary for furtherance of the objects specified	prepare, buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters, capacities, applications, uses and values of gadgets, implements, accessories, parts, spares, assemblies, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic or otherwise. 3. To act as agent, broker, representative, consultant,	manufacture, produce, prepare, buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters, capacities, applications, uses and values of gadgets, implements, accessories, parts, spares, assemblies, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic or otherwise. 3. To act as agent, broker, representative, consultant,	are, buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters, capacities, applications, uses and values of gadgets, implements, accessories, parts, spares, assemblies, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic or otherwise. 3. To act as agent, broker, representative, consultant,	foods / drinks, extruded foods, confectionery items, sweets, cereals products and any other food products in and outside India. 2. To carry in India or elsewhere the business to process., prepare, disinfect, fennetate, compound, mix, clean wash, concentrate, crush, grind, segregate, pack, repack, add, remove, heat, grade, preserve, freeze, distillate, boil, sterilize, improve, extract refine, buy, sell, resale, import, export, barter, transport, store, forward, distribute, dispose, develop, handle, manipulate, consultant, collaborator, adatia, stockists, liasioner, middleman, export house, jobworker or	manufacture, produce, prepare, buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters, capacities, applications, uses and values of gadgets, implements, accessories, parts, spares, assemblies, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic or otherwise. 3. To act as agent, broker, representative, consultant,	or otherwise deal in all machinery used in the manufacture of flour, dal, besan, biscuits, flakes, dalia and allied products. 4. To purchase, sell, store or otherwise deal in wheat, paddy and other grains, cereals, cotton, kapas, rice, seeds of all kinds and other raw materials necessary for an incidental to or conducive to the above objects or any of them. 5. To establish and run flour mills for converting wheat into wheat products like maida, sooji, atta and bran in all its branches and all purifying, refining processes and marketing the same either as finished products or any other semi-finished states.	buy, procure, acquire, import, improve upon, alter, manipulate, maintain, prepare for market, handle, assemble, heat, grade, mould, cast, sell, resale, export, operate, dispose of, distribute, transport, store, forward, dispose, consume, repair supply and otherwise deal in or develop all types, varieties, models, shapes, sizes, specifications, description, diameters, capacities, applications, uses and values of gadgets, implements, accessories, parts, spares, assemblies, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic or otherwise. 3. To act as agent, broker, representative, consultant,	or otherwise deal in all machinery used in the manufacture of flour, dal, besan, biscuits, flakes, dalia and allied products. 4. To purchase, sell, store or otherwise deal in wheat, paddy and other grains, cereals, cotton, kapas, rice, seeds of all kinds and other raw materials necessary for an incidental to or conducive to the above objects or any of them. 5. To establish and run flour mills for converting wheat into wheat products like maida, sooji, atta and bran in all its branches and all purifying, refining processes and marketing the same either as finished products or any other semi-finished states.

name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
	in clause III(A). Apart from above there is no change in the name, registered office and objects of the company during the last five years.	consultant, collaborator, stockist, lessor, franchiser, wholesaler, retailer, job-worker, exporter, importer, dealer or in any such other capacity in respect of products manufactured or dealt with by the Company. 4. To carry on all processes like metal printing, metal anodising, electro-plating, chemical treatment and lacquering in respects of products manufactured or dealt with by the Company.	3. To act as agent, broker, representative, consultant, collaborator, stockist, lessor, franchiser, wholesaler, retailer, job-worker, exporter, importer, dealer or in any such other capacity in respect of products manufactured or dealt with by the Company. 4. To carry on all processes like metal printing, metal anodising, electro-plating, chemical treatment and lacquering in respects of products manufactured or dealt with by the Company. 5. To carry on business as manufactures, importers, exporters, wholesalers, retailers and dealers in all types of	collaborator, stockist, lessor, franchiser, wholesaler, retailer, job-worker, exporter, importer, dealer or in any such other capacity in respect of products manufactured or dealt with by the Company. 4. To carry on all processes like metal printing, metal anodising, electro-plating, chemical treatment and lacquering in respects of products manufactured or dealt with by the Company.	otherwise to deal in all types, descriptions, tastes, uses and packs of consumer food items, their by products, ingredients, derivatives, residues, including foods and vegetables, packed foods, powders, pastes, liquids, drinks, beverages, juices, jams, jelly, squashes, pickles, sausages, concentrates, extracts, essences, flavours, syrups, sarbats, flavoured drinks, cream, cheese, butter, biscuits, breads, cakes, pastries, confectionery, sweets, chocolates, toffees, fun foods, breakfast foods, dietetic products, strained baby foods, instant foods, cereal products, table delicacies and all other items	agent, broker, representative, consultant, collaborator, stockist, lessor, franchiser, wholesaler, retailer, job-worker, exporter, importer, dealer or in any such other capacity in respect of products manufactured or dealt with by the Company. 4. To carry on all processes like metal printing, metal anodising, electro-plating, chemical treatment and lacquering in respects of products manufactured or dealt with by the Company.		collaborator, stockist, lessor, franchiser, wholesaler, retailer, job-worker, exporter, importer, dealer or in any such other capacity in respect of products manufactured or dealt with by the Company. 4. To carry on all processes like metal printing, metal anodising, electro-plating, chemical treatment and lacquering in respects of products manufactured or dealt with by the Company.	

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
				agri-inputs, like fertilizers, Micronutrients, Pesticides & insecticides, veterinary and live stock feeds and feed supplements, fish feeds and its supplements. 6. To buy import, export, sell and generally deal in all plant and machinery, implements, accessories, tools, goods or things and all types of modern agricultural implements, veterinary, live stock and poultry equipments and also to carry on the business of poultry, farming, agricultural farming, fish rearing and allied activities. 7. To carry on the business of process, produce. Mix, pack, preserve, freeze, extract, refine, manufacture, import, export,		artificial or synthetic. 3. To carry on the business of processing, farming, manufacturing, distributorship, agency, broker, factors, stockiest, importer and otherwise deal in all kinds of organic and inorganic foods products and drinking products; mineral water, soft drinks, aerated mineral water, fruit drinks, artificial flavoured drinks, condensed milk and drinking products of all kinds and other consumable provision of every description for human consumption. 4. To carry on business as manufactures, importers, exporters, wholesalers, retailers and dealers in all types of				

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
				buy, sell, trade and deal in processed foods, health foods, protein foods, food products, agro foods, fast foods, packed foods, poultry products, sea foods, milk foods, health and diet drinks, extruded foods, frozen foods, dehydrated foods, precooked foods, canned foods, preserved foods, bakery products and confectionery items such as breads, biscuits, sweets, cakes, pastries, cookies, wafers, condoles, lemon drops, chocolate, toffees, tinned fruits, chewing gum, bubble gum, detergents, tea and coffee, vegetables, fruits, jams, jelly, pickles, squashes, sausages, nutrient, health and diet foods / drinks,		whether natural, agri-inputs, like fertilizers, Micronutrients, Pesticides & insecticides, veterinary and live stock feeds and feed supplements, fish feeds and its supplements.				

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
				extruded foods, confectionery items, sweets, cereals products and any other food products in and outside India. 8. To carry in India or elsewhere the business to process,, prepare, disinfect, fennentate, compound, mix, clean wash, concentrate, crush, grind, segregate, pack, repack, add, remove, heat, grade, preserve, freeze, distillate, boil, sterilize, improve, extract refine, buy, sell, resale, import, export, barter, transport, store, forward, distribute, dispose, develop, handle, manipulate, consultant, collaborator, adatia, stockists, liasioner, middleman, export house, jobworker or						

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
				otherwise to deal in all types, descriptions, tastes, uses and packs of consumer food items, their by products, ingredients, derivatives, residues, including foods and vegetables, packed foods, powders, pastes, liquids, drinks, beverages, juices, jams, jelly, squashes, pickles, sausages, concentrates, extracts, essences, flavours, syrups, sarbats, flavoured drinks, cream, cheese, butter, biscuits, breads, cakes, pastries, confectionery, sweets, chocolates, toffees, fun foods, breakfast foods, dietetic products, strained baby foods, instant foods, cereal products, table delicacies and all other items						

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
				whether natural, artificial or synthetic. 9. To carry on the business of processing, farming, manufacturing, distributorship, agency, broker, factors, stockiest, importer and otherwise deal in all kinds of organic and inorganic foods products and drinking products, mineral water, soft drinks, aerated mineral water, fruit drinks, artificial flavoured drinks, condensed milk and drinking products of all kinds and other consumable provision of every description for human consumption.						

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
i	name of the stock exchange (s) where securities of the company are listed, if applicable;	BSE Limited and National Stock Exchange of India Limited	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
j	details of the capital structure of the company including authorised, issued, subscribed and paid up share capital; and	Authorized Share Capital of Rs.46,50,00,000/- Issued and Subscribed Share Capital is Rs. 28,23,60,720	Authorized Share Capital of Rs.3,00,000 Issued, Subscribed and Paid-up Share Capital of Rs. 2,80,000	Authorized Share Capital of Rs.3,00,000 Issued, Subscribed and Paid-up Share Capital of Rs. 2,80,000	Authorized Share Capital of Rs.3,00,000 Issued, Subscribed and Paid-up Share Capital of Rs. 2,80,000	Authorized Share Capital of Rs.1,00,000 Issued, Subscribed and Paid-up Share Capital of Rs. 1,00,000	Authorized Share Capital of Rs.1,00,000 Issued, Subscribed and Paid-up Share Capital of Rs. 1,00,000	Authorized Share Capital of Rs.2,50,000 Issued, Subscribed and Paid-up Share Capital of Rs. 2,48,000	Authorized Share Capital of Rs.2,50,000 Issued, Subscribed and Paid-up Share Capital of Rs. 2,50,000	Authorized Share Capital of Rs.2,50,000 Issued, Subscribed and Paid-up Share Capital of Rs. 2,50,000
k	names of the promoters and directors along with their addresses.	Promoter 1. Chandra Prakash Agrawal of Bargadwa, Vikas Nagar, Gorakhpur, Uttar Pradesh – 273001 2. Prem Prakash Agrawal of Saket Nagar, Lacchipur, Gorakhnath, ,Gorakhpur, Uttar Pradesh– 273015 3. Nitin M Kandoi of Vikas Nagar, Gorakhpur, Uttar Pradesh– 273001.	Promoters & Directors 1. Mr. Avishek Das of 4/1/1, Radha Prasad Lane, KMC, Amherst, Street, Kolkata – 700009. West Bengal 2. Mr. Pintu Kumar Shaw, of 22/H/74, Raja Manindra Road, North 24 Paragnas, Kolkata - 700037.	Promoters & Directors 1. Mr. Avishek Das of 4/1/1, Radha Prasad Lane, KMC, Amherst, Street, Kolkata – 700009. West Bengal 2. Mr. Pintu Kumar Shaw, of 22/H/74, Raja Manindra Road, North 24 Paragnas, Kolkata - 700037.	Promoters & Directors 1. Mr. Deepak Shaw of 2/1, Hari Nath Dey Road, Kolkata – 700009. West Bengal 2. Mr. Pawan Kumar Choubey of 11, Clive Row, Barabazar, 3rd Floor, Room No. 2B, Kolkata - 700001.	Promoters & Directors 1. Mr. Deepak Shaw of 2/1, Hari Nath Dey Road, Kolkata – 700009. West Bengal and 2. Mr. Pawan Kumar Choubey of 11, Clive Row, Barabazar, 3rd Floor, Room No. 2B, Kolkata - 700001.	Promoters & Directors 1. Mr. Deepak Shaw of 2/1, Hari Nath Dey Road, Kolkata – 700009. West Bengal and 2. Mr. Pawan Kumar Choubey of 11, Clive Row, Barabazar, 3rd Floor, Room No. 2B, Kolkata - 700001.	Promoters & Directors 1. Mr. Deepak Shaw of 2/1, Hari Nath Dey Road, Kolkata – 700009. West Bengal and 2. Manish Kumar Singh of 1/24, Gandhi Colony, Near Gandhi Colony Boys School, Kolkata - 700040.	Promoters & Directors 1. Mr. Deepak Shaw of 2/1, Hari Nath Dey Road, Kolkata – 700009. West Bengal and 2. Manish Kumar Singh of 1/24, Gandhi Colony, Near Gandhi Colony Boys School, Kolkata - 700040.	Promoters & Directors 1. Mr. Deepak Shaw of 2/1, Hari Nath Dey Road, Kolkata – 700009. West Bengal and 2. Manish Kumar Singh of 1/24, Gandhi Colony, Near Gandhi Colony Boys School, Kolkata - 700040.

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
		4. Chandra Prakash Agarwal & Sons HUF of Bargadwa, Vikas Nagar, Gorakhpur, Uttar Pradesh – 273001 5. Gallantt Metal Limited of 1, Crooked Lane, Second Floor, Room Nos. 222 & 223, Kolkata – 700069. W.B Director 1. Chandra Prakash Agrawal of Bargadwa, Vikas Nagar, Gorakhpur, Uttar Pradesh – 273001 2. Prem Prakash Agrawal of Saket Nagar, Lacchipur, Gorakhnath, Gorakhpur, Uttar Pradesh – 273015 3. Nitin M Kandoi of Vikas Nagar, Gorakhpur, Uttar Pradesh – 273001 4. Santosh Kumar Agrawal of Saket Nagar, Lacchipur, Gorakhnath, Gorakhpur, Uttar Pradesh – 273015								

a	name of the company;	Gallantt Ispat Limited	Shikharji Rolling Mills Private Limited	Shikharji Steel & Agro Products Private Limited	Bhavika Steel Agencies Private Limited	Shrinu Agro Private Limited	Shrinu Steel Works Private Limited	Gyanika Flour Mills Private Limited	Satlaj Ispat Private Limited	Satlaj Flour Mills Private Limited
		5. Jyotirindra Nath Dey of 40F, Dr. Suresh Sarkar Road, Kolkata – 700014. W.B. 6. Piyush Kankrania, of 21/1/1, Benaras Road, Flat No. 201, Shantiniketan Apartment, Block –A, Salkia, Howrah, West Bengal – 71106 7. Sangeeta Upadhyay of P-7/10, Lake Town, Block-B, South Dumdum, Laketown, North 24 Paraganas, Kolkata – 700055. W.B. 8. Tarun Kumar Gupta of 18B, Lock Gate Road, Wrad – 6, Kolkata -700002. W.B.								

- (iii) **the fact and details of any relationship subsisting between such companies who are parties to such scheme of amalgamation, including holding, subsidiary or of associate companies;**

Transferor Companies are Wholly Owned Subsidiaries of Gallantt Ispat Limited.

- (iv) **the date of the board meeting at which the scheme was approved by the board of directors including the name of the directors who voted in favour of the resolution, who voted against the resolution and who did not vote or participate on such resolution are given hereunder:**

Gallantt Ispat Limited

Date of Board Meeting: March 23rd, 2017

Sl No.	Directors who voted in favour of the resolution	Directors who voted against the resolution	Directors who did not vote or participate on such resolution
1	Chandra Prakash Agrawal	Nil	Nil
2	Prem Prakash Agrawal		
3	Nitin M Kandoi		
4	Santosh Kumar Agrawal		
5	Jyotirindra Nath Dey		
6	Piyush Kankrania		
7	Sangeeta Upadhyay		
8	Tarun Kumar Gupta		

Shikharji Rolling Mills Private Limited

Date of Board Meeting: March 23rd, 2017

Sl No.	Directors who voted in favour of the resolution	Directors who voted against the resolution	Directors who did not vote or participate on such resolution
1	Avishek Das	Nil	Nil
2	Pintu Kumar Shaw		

Shikharji Steel & Agro Products Private Limited

Date of Board Meeting: March 23rd, 2017

Sl. No.	Directors who voted in favour of the resolution	Directors who voted against the resolution	Directors who did not vote or participate on such resolution
1	Avishek Das	Nil	Nil
2	Pintu Kumar Shaw		

Bhavika Steel Agencies Private Limited

Date of Board Meeting: March 23rd, 2017

sl. No.	Directors who voted in favour of the resolution	Directors who voted against the resolution	Directors who did not vote or participate on such resolution
1	Deepak Shaw	Nil	Nil
2	Pawan Kumar Choubey		

Shrinu Steel Agro Private Limited

Date of Board Meeting: March 23rd, 2017

Sl. No.	Directors who voted in favour of the resolution	Directors who voted against the resolution	Directors who did not vote or participate on such resolution
1.	Deepak Shaw	Nil	Nil
2.	Pawan Kumar Choubey		

Shrinu Steel Works Private Limited

Date of Board Meeting: March 23rd, 2017

Sl. No.	Directors who voted in favour of the resolution	Directors who voted against the resolution	Directors who did not vote or participate on such resolution
1	Deepak Shaw	Nil	Nil
2	Pawan Kumar Choubey		

Gyanika Flour Mills Private Limited

Date of Board Meeting: March 23rd, 2017

Sl. No.	Directors who voted in favour of the resolution	Directors who voted against the resolution	Directors who did not vote or participate on such resolution
1.	Deepak Shaw	Nil	Nil
2.	Pawan Kumar Choubey		

Satlaj Ispat Private Limited

Date of Board Meeting: March 23, 2017

Sl. No.	Directors who voted in favour of the resolution	Directors who voted against the resolution	Directors who did not vote or participate on such resolution
1.	Deepak Shaw	NIL	NIL
2.	Manish Kumar Singh		

Satlaj Flour Mills Private Limited

Date of Board Meeting: March 23, 2017

Sl. No.	Directors who voted in favour of the resolution	Directors who voted against the resolution	Directors who did not vote or participate on such resolution
1.	Deepak Shaw	NIL	NIL
2.	Manish Kumar Singh		

(v) explanatory statement disclosing details of the scheme of amalgamation including:-**(a) parties involved in such amalgamation;**

1. Gallantt Ispat Limited
2. Shikharji Rolling Mills Private Limited
3. Shikharji Steel & Agro Products Private Limited
4. Bhavika Steels Agencies Private Limited
5. Shrinu Agro Private Limited
6. Shrinu Steels Works Private Limited
7. Gyanika Flour Mills Private Limited
8. Satlaj Ispat Private Limited
9. Satlaj Mills Private Limited

(b) In case of amalgamation or merger, appointed date, effective date, share exchange ratio (if applicable) and other considerations, if any;

The transferor companies are wholly owned subsidiaries of the transferee company as the entire share capital of all the transferor companies is held by the transferee company. Thus, on the Scheme becoming effective, no shares will be issued to the shareholder of the transferor companies as the entire share capital of the transferor companies will get cancelled.

(c) summary of valuation report (if applicable) including basis of valuation and fairness opinion of the registered valuer, if any, and the declaration that the valuation report is available for inspection at the registered office of the company;

The present Scheme of Amalgamation is by and between wholly owned subsidiaries company and its holding company and henceforth the entire paid up capital of the Transferor Companies being the Subsidiary Companies shall stand cancelled. Accordingly, no valuation report or fairness opinion is required to be prepared.

(d) details of capital or debt restructuring, if any;

The entire paid up capital of the Transferor Companies shall stand cancelled upon the Scheme of Amalgamation becoming effective, as the Transferor Companies are wholly owned Subsidiaries of the Transferee Company. Apart from the above, no capital or debt restructuring, is proposed in the subject Scheme of Amalgamation.

(e) rationale for the amalgamation;

The Transferee Company has recently acquired the entire shareholding of the Transferor Companies and

furthermore both the companies are engaged in same line of business and therefore in order to consolidate the operations in the Transferee Company as well as eliminate the duplication of various processes it's proposed to amalgamate the Transferor Companies by way of the present Scheme of Amalgamation into the Transferee Company. The rationale is further dealt with in detail in the proposed Scheme of Amalgamation, a copy of which is enclosed and circulated along with the present notice and statement.

(f) **benefits of the amalgamation as perceived by the Board of directors to the company, members, creditors and others (as applicable);**

- i) Company: Consolidation of the operations in the Transferee Company as well as elimination of the duplication of various processes.
- ii) Members:. Enhancement of shareholders participation and allow exponential growth in shareholders' wealth
- iii) Creditors:. Creditors will be paid in the normal course of business as hither to before.

(g) **amount due to unsecured creditors.**

- i. Gallantt Ispat Limited: Rs. 7,31,21,596 as on May 10, 2017
- ii. Shikharji Rolling Mills Private Limited: Rs. NIL as on May 10, 2017
- iii. Shikharji Steel & Agro Products Private Limited: Rs. NIL as on May 10, 2017
- iv. Bhavika Steels Agencies Private Limited: Rs. NIL as on May 10, 2017
- v. Shrinu Agro Private Limited: NIL as on May 10, 2017
- vi. Shrinu Steels Works Private Limited: NIL as on May 10, 2017
- vii. Gyanika Flour Mills Private Limited: NIL as on May 10, 2017
- viii. Satlaj Ispat Private Limited: NIL as on May 10, 2017
- ix. Satlaj Mills Private Limited: NIL as on May 10, 2017

(vi) **disclosure about the effect of the amalgamation on:**

- (a) **key managerial personnel**: By virtue of the Scheme of Amalgamation the entire Board of Directors of the Transferor Companies shall cease to have any effect and further all the KMP of the Transferor Companies, if any, shall be absorbed in the Transferee Company as a regular employee with continuity of services.
- (b) **directors**; By virtue of the Scheme of Amalgamation the entire Board of Directors of the Transferor Companies shall cease to have any effect and further all the KMP of the Transferor Companies shall be absorbed in the Transferee Company as a regular employee with continuity of services.
- (c) **promoters**; Promoters and Directors of the transferor Companies do not hold shares in transferor Companies. Transferee Company holds entire shareholding of the transferor Companies and Post Amalgamation it shall stand cancelled.
- (d) **non-promoter members**; There would be no non-promoter member as all the companies are closely held.
- (e) **depositors**; There are no depositor in any of the companies.
- (f) **creditors**; The position of the Transferee Company post the amalgamation of the Transferor Companies is commercially solvent and henceforth none of the Creditors of the Transferor Companies shall be prejudiced by way of the proposed Scheme of Amalgamation and further no compromise is proposed qua the Creditors of the Transferor Companies in the proposed Scheme of Amalgamation. The Scheme of Amalgamation duly deals with carry forward of the creditors of the Transferor Companies in the books of Transferee Company upon the Scheme of Amalgamation becoming effective. Any rights of contest or dispute of the Transferor Companies with respect to any of the Creditors shall also be carried forward and vest with Transferee Company upon the Scheme of Amalgamation becoming effective.
- (g) **debenture holders**; There are no debenture holders in the companies.
- (h) **deposit trustee and debenture trustee**; There are no deposit trustee or debenture trustee in the companies.
- (i) **employees of the company**: The Scheme proposes all other employees shall be absorbed in the Transferee Company as a regular employee with continuity of services.

(vii) **Disclosure about effect of amalgamation on material interests of directors, Key Managerial Personnel (KMP) and**

debenture trustee.

- (a) **directors;** By virtue of the Scheme of Amalgamation the entire Board of Directors of the Transferor Companies shall cease to have any effect and further all the KMP of the Transferor Companies, if any, shall be absorbed in the Transferee Company as a regular employee with continuity of services.
- (b) **key managerial personnel:** By virtue of the Scheme of Amalgamation the entire Board of Directors of the Transferor Companies shall cease to have any effect and further all the KMP of the Transferor Companies, if any, shall be absorbed in the Transferee Company as a regular employee with continuity of services.
- (c) **debenture trustee;** There are no debenture trustee in the companies.

(viii) investigation or proceedings, if any, pending against the company under the Act.

There are no investigations or proceedings which are pending against the Transferor Companies as well as Transferee Company under the Companies Act, 2013 and/or Companies Act, 1956.

(ix) details of the availability of the following documents for obtaining extract from or for making or obtaining copies of or for inspection by the members and creditors, namely:

(a) latest audited financial statements of the company including consolidated financial statements;

Latest audited financial statements of the Transferor Companies for the year ended March 31, 2017 and latest audited financial statements of the Transferee Company for the FY 2017 including consolidated financial statements.

(b) copy of the order of Tribunal in pursuance of which the meeting is to be convened or has been dispensed with;

In this case, there is no order of Tribunal. There are approvals from ROC, Kolkata and Official Liquidator, High Court, Calcutta.

- i) Letter from the office of Registrar of Companies, West Bengal bearing reference no. ROC/LEGAL/233/2017/455 dated 04.05.2017.
- ii) Letter from the office of Official Liquidator, High Court, Calcutta bearing reference no. OL-Misc./Amalg./60/714/G dated 05.05.2017.

(c) copy of scheme of compromise or arrangement;

Copy of the Scheme of Amalgamation

(e) the certificate issued by Auditor of the company to the effect that the accounting treatment, if any, proposed in the scheme of compromise or arrangement is in conformity with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013; and

(f) such other information or documents as the Board or Management believes necessary and relevant for making decision for or against the scheme :

All documents referred to in the accompanying Notice and Explanatory Statement.

(x) details of approvals, sanctions or no-objection(s), if any, from regulatory or any other governmental authorities required, received or pending for the proposed scheme of compromise or arrangement.

There are approvals from ROC, West Bengal and Official Liquidator, High Court, Calcutta.

- i) Letter from the office of Registrar of Companies, West Bengal bearing reference no. ROC/LEGAL/233/2017/455 dated 04.05.2017.
- ii) Letter from the office of Official Liquidator, High Court, Calcutta bearing reference no. OL-Misc./Amalg./60/714/G dated 05.05.2017.

(xi) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of her/him and the proxy need not be a member of the company. The form/ instrument appointing proxy should, however, be deposited at the registered office of the company at 1, crooked lane, second floor, room nos. 222 & 223, kolkata – 700069 not less than forty eight hours before the commencement of the meeting. Company has provided E-voting facilities, details of which has already been given.

FORM NO. CAA.10

[Pursuant to section 233(1) (c) and rule 25(2)]

DECLARATION OF SOLVENCY

1	a	Corporate identity number (CIN) of company	L27109WB2005PLC101650			
	b	Global location number (GLN) of company	Not Applicable			
2	a	Name of the company	Gallantt Ispat Limited			
	b	Address of the registered office of the company:	1, Crooked Lane, 2nd Floor, Room No. 222 & 223 Kolkata - 700 069			
	c	E-mail ID of the company	nitesh@gallantt.com			
3	a	Whether the company is listed	Yes	☒	No	
	b	If listed, please specify the name(s) of the stock exchange(s) where listed	BSE Ltd. National Stock Exchange of India Ltd.			
4		Date of Board of Directors' resolution approving the scheme	23rd March, 2017			

DECLARATION OF SOLVENCY

We, the directors of M/s GALLANTT ISPAT LIMITED do solemnly affirm and declare that we have made a full enquiry into the affairs of the company and have formed the opinion that the company is capable of meeting its liabilities as and when they fall due and that the company will not be rendered insolvent within a period of one year from the date of making this declaration.

We append an audited statement of company's assets and liabilities as at 31st March, 2017 being the latest date of making this declaration.

We further declare that the company's audited annual accounts including the Balance Sheet have been filed upto date with the Registrar of Companies, West Bengal.

Signed for and behalf of the Board of Directors

(1) Signature : **Sd/-**
Name : CHANDRA PRAKASH AGRAWAL

Place : Kolkata
Date : 04/05/2017

(2) Signature : **Sd/-**
Name : PREM PRAKASH AGRAWAL

VERIFICATION

We solemnly declare that we have made a full enquiry into the affairs of the company including the assets and liabilities of this company and that having done so and having noted that the scheme of merger or amalgamation of SHIKHARJI ROLLING MILLS PRIVATE LIMITED, SHIKHARJI STEEL & AGRO PRODUCTS PRIVATE LIMITED, BHAVIKA STEEL AGENCIES PRIVATE LIMITED, SHRINU AGRO PRIVATE LIMITED, SHRINU STEEL WORKS PRIVATE LIMITED, GYANIKA FLOUR MILLS PRIVATE LIMITED, SATLAJ ISPAT PRIVATE LIMITED and SATLAJ FLOUR MILLS PRIVATE LIMITED (TRANSFEROR COMPANIES) with GALLANTT ISPAT LIMITED (TRANSFEREE COMPANY) is proposed to be placed before the shareholders and creditors (if required) of the company for approval as per the provisions of sub-section of (1) of section 233 of the Companies Act, 2013, we make this solemn declaration believing the same to be true.

Verified this day the 29th day of May, 2017

(1) Signature : **Sd/-**
Name : CHANDRA PRAKASH AGRAWAL

Place : Kolkata
Date : 04/05/2017

(2) Signature : **Sd/-**
Name : PREM PRAKASH AGRAWAL

Solemnly affirmed and declared at KOLKATA the 29th day of May, 2017 before me.

Commissioner of Oaths and Notary Public

ATTACHMENTS:

- a) Copy of board resolution.
- b) Statement of assets and liabilities.
- c) Auditor's report on the statement of assets and liabilities.

ANNEXURE:

Statement of Assets and Liabilities as at 31st March, 2017 annexed separately.

STATEMENT OF ASSETS AND LIABILITIES AS AT 31ST MARCH, 2017
NAME OF THE COMPANY: GALLANTT ISPAT LIMITED (TRANSFEREE COMPANY)

Sr. No.	Particulars	Book Value (Rs in Lacs)	Estimated Realisable Value (Not Less than) (Rs in Lacs)
	ASSETS		
1	Balance at Bank	313.15	313.15
2	Cash in hand	24.39	24.39
3	Marketable securities	4,769.88	16,613.88
4	Bills receivables	–	–
5	Trade debtors	2,018.64	2,018.64
6	Loans & advances	27,320.06	27,320.06
7	Unpaid calls	–	–
8	Stock-in-trade	5,089.39	5,089.39
9	Work in progress- CAPITAL	10,936.10	10,936.10
10	Freehold property	8,314.55	8,314.55
11	Leasehold property	95.62	95.62
12	Plant and machinery	13,495.12	13,495.12
13	Furniture, fittings, utensils, etc.	435.07	435.07
14	Patents, trademarks, etc.	–	–
15	Investments other than marketable securities	–	–
16	Other property	0.20	0.20
	TOTAL	72,812.17	84,656.17
	LIABILITIES		Estimated to rank for payment
1	Secured on specific assets	–	–
2	Secured by floating charge(s)	–	–
3	Estimated cost of liquidation and other expense including interest accruing until payment of debts in full.	–	–
4	Short Term Provisions	188.12	188.12
5	Short Term Borrowings	4,502.98	4,502.98
6	Unsecured creditors (amounts estimated to rank for payment)		
	(a) Trade accounts	826.95	826.95
	(b) Bills payable	–	–
	(c) Accrued expense	–	–
	(d) Other liabilities	27,847.34	27,847.34
	(e) Contingent liabilities	–	–
	TOTAL	33,365.39	33,365.39
	TOTAL ESTIMATED VALUE OF ASSETS	84,656.17	84,656.17
	TOTAL LIABILITIES	33,365.39	33,365.39
	ESTIMATED SURPLUS AFTER PAYING DEBTS IN FULL	51,290.78	51,290.78

(1) Signature : **Sd/-**
Name : CHANDRA PRAKASH AGRAWAL

Place : Kolkata
Date : 04/05/2017

(2) Signature : **Sd/-**
Name : PREM PRAKASH AGRAWAL

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF GALLANTT ISPAT LIMITED HELD AT THE HEAD OFFICE OF THE COMPANY AT “GALLANTT LANDMARK”, AD TOWER COMPOUND, BANK ROAD, GORAKHPUR – 273001 THURSDAY, THE 23RD MARCH, 2017. MEETING START TIME 11.30 A.M. MEETING CONCLUDED AT 5.30 P.M. QUORUM: REQUISITE QUORUM WAS PRESENT

APPROVAL OF THE SCHEME OF AMALGAMATION

“RESOLVED THAT the draft Scheme of Amalgamation drawn pursuant to Sec 233 of the Companies Act , 2013 and read together with the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 for Amalgamation of Shikharji Rolling Mills Private Limited, Shikharji Steel & Agro Products Private Limited, Bhavika Steel Agencies Private Limited, Shrinu Agro Private Limited, Shrinu Steel Works Private Limited, Gyanika Flour Mills Private Limited, Satlaj Ispat Private Limited And Satlaj Flour Mills Private Limited (TRANSFEROR COMPANIES) with GALLANTT ISPAT LIMITED (TRANSFeree COMPANY) as laid before the Board be and is hereby approved subject to such changes and modifications as suggested by the Registrar of Companies, Official Liquidator, Members and creditors of the Company.”

“FURTHER RESOLVED THAT Shri Nitesh Kumar, Company Secretary of the Company be and is hereby authorized severally to submit a Copy of Scheme pursuant to Sec 233 of the Companies Act, 2013 to Registrar of Companies, Official Liquidator for their views and comments on the Scheme.”

AUTHORISATION TO SIGN ALL PAPERS AND DOCUMENTS TO BE FILED BEFORE APPROPRIATE AUTHORITIES

“RESOLVED THAT Shri Nitesh Kumar, Company Secretary of the company be and is hereby authorized to certify and sign all documents forms and applications that are required to be filed before the appropriate authorities and also to swear and file affidavits that will be required on behalf of the Company and to do all such acts and things that the appropriate authorities may so direct from time to time for giving effect to the Scheme of Amalgamation.”

For **GALLANTT ISPAT LIMITED**

Sd/-

Nitesh Kumar

Company Secretary



ANOOP AGARWAL & CO.

CHARTERED ACCOUNTANTS

HEAD OFFICE :

14, SAKET NAGAR, LACHHIPUR,

P.O. GORAKHNATH,

GORAKHPUR-273 015

Phone : 0551-2260693

Fax : 0551-2260708

E-mail : caanoopagarwal@gmail.com

INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF GALLANTT ISPAT LIMITED

We have audited the accompanying Statement of Standalone Financial Results of GALLANTT ISPAT LIMITED ("the Company") for the year ended March 31, 2017 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that figures for the quarter ended 31st March, 2017 and the corresponding quarter ended in the previous year as reported in the Statement are the balancing figures between audited figure in respect of the full financial year and the published year to date figures upto the end of the third quarter of the relevant financial year. Also, the figures up to the end of the third quarter had only been reviewed and not subjected to audit.

These quarterly financial results as well as the year to date financial results have been prepared on the basis of the financial statements which are the responsibility of the Company's Management. Our responsibility is to express an opinion on this financial results based on our audit of such financial statements, which have been prepared in accordance with the accounting standards specified under section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining on a test basis, evidenced supporting the amount disclosed in the financial results. An audit also includes assessing the accounting principles used and significant estimates made by the management. We believe that our audit provides reasonable basis for our opinion. Opening balances of the fourth quarter under audit remain in terms of closing figures of previous quarter reviewed by us.

In our opinion and to the best of our information and according to the explanations given to us, this quarterly financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard and,
- (ii) give a true and fair view of the net profit and other financial information for the quarter ended 31st March, 2017 as well as the year to date results for the period from 01.04.2016 to 31.03.2017.

For **ANOOP AGARWAL & CO.**

Chartered Accountants

Firm's Registration No: 001739C



Amit Kumar Srivastava

Partner

Membership No. 517195

Place: Kolkata

Date: 4th May 2017

SCHEME OF AMALGAMATION
OF
SHIKHARJI ROLLING MILLS PRIVATE LIMITED
AND
SHIKHARJI STEEL & AGRO PRODUCTS PRIVATE LIMITED
AND
BHAVIKA STEEL AGENCIES PRIVATE LIMITED
AND
SHRINU AGRO PRIVATE LIMITED
AND
SHRINU STEEL WORKS PRIVATE LIMITED
AND
GYANIKA FLOUR MILLS PRIVATE LIMITED
AND
SATLAJ ISPAT PRIVATE LIMITED
AND
SATLAJ FLOUR MILLS PRIVATE LIMITED
WITH
GALLANTT ISPAT LIMITED;

PART - I

DEFINITION : For the purpose of this Scheme :

1. **“SHIKHARJI ROLLING”** means **SHIKHARJI ROLLING MILLS PRIVATE LIMITED**, a company incorporated under the provisions of the Companies Act, 1956 (CIN:U28100WB2010PTC143585) and having its Registered Office at 12, HEMANTA BASU SARANI (EAST), FIRST FLOOR (MEZZANINE), ROOM NO. 1 MC KOLKATA - 700069 in the State of West Bengal;
2. **“SHIKHARJI STEEL”** means **SHIKHARJI STEEL & AGRO PRODUCTS PRIVATE LIMITED**, a company incorporated under the provisions of the Companies Act, 1956 (CIN:U28100WB2010PTC143499) and having its Registered Office at 12, HEMANTA BASU SARANI (EAST), FIRST FLOOR (MEZZANINE), ROOM NO. 1 MC KOLKATA - 700069 in the State of West Bengal;
3. **“BHAVIKA”** means **BHAVIKA STEEL AGENCIES PRIVATE LIMITED**, a company incorporated under the provisions of the Companies Act, 1956 (CIN:U28100WB2010PTC143406) and having its Registered Office at 12, HEMANTA BASU SARANI (EAST), FIRST FLOOR (MEZZANINE), ROOM NO. 1 MC KOLKATA - 700069 in the State of West Bengal;
4. **“SHRINU AGRO ”** means **SHRINU AGRO PRIVATE LIMITED**, a company incorporated under the provisions of the Companies Act, 1956 (CIN:U15100WB2009PTC138524) and having its Registered Office at 12, HEMANTA BASU SARANI (EAST), FIRST FLOOR (MEZZANINE), ROOM NO. 1 MC KOLKATA - 700069 in the State of West Bengal;
5. **“SHRINU STEEL”** means **SHRINU STEEL WORKS PRIVATE LIMITED**, a company incorporated under the provisions of the Companies Act, 1956 (CIN:U28100WB2010PTC141268) and having its Registered Office at 12, HEMANTA BASU SARANI (EAST), FIRST FLOOR (MEZZANINE), ROOM NO. 1 MC KOLKATA - 700069 in the State of West Bengal;
6. **“GYANIKA”** means **GYANIKA FLOUR MILLS PRIVATE LIMITED**, a company incorporated under the provisions of the Companies Act, 1956 (CIN:U15100WB2010PTC143809) and having its Registered Office at 12, HEMANTA BASU SARANI (EAST), FIRST FLOOR (MEZZANINE), ROOM NO. 1 MC KOLKATA - 700069 in the State of West Bengal;
7. **“SATLAJ ISPAT”** means **SATLAJ ISPAT PRIVATE LIMITED**, a company incorporated under the provisions of the Companies

Act, 1956 (CIN:U28100WB2010PTC143811) and having its Registered Office at 12, HEMANTA BASU SARANI (EAST), FIRST FLOOR (MEZZANINE), ROOM NO. 1 MC KOLKATA - 700069 in the State of West Bengal;

8. **"SATLAJ FLOUR"** means **SATLAJ FLOUR MILLS PRIVATE LIMITED**, a company incorporated under the provisions of the Companies Act, 1956 (CIN: U15100WB2010PTC143610) and having its Registered Office at 12, HEMANTA BASU SARANI (EAST), FIRST FLOOR (MEZZANINE), ROOM NO. 1 MC KOLKATA - 700069 in the State of West Bengal;
9. **"THE TRANSFEREE COMPANY"** means **GALLANTT ISPAT LIMITED**, a company incorporated under the provisions of the Companies Act, 1956 (CIN: L27109WB2005PLC101650) and having its Registered Office at 1, CROOKED LANE, SECOND FLOOR, ROOM NO. 222 & 223, KOLKATA - 700069 in the State of West Bengal;
10. **"THE TRANSFEROR COMPANIES"** means **"SHIKHARJI ROLLING", "SHIKHARJI STEEL", "BHAVIKA", "SHRINU AGRO", "SHRINU STEEL", "GYANIKA", "SATLAJ ISPAT", "SATLAJ FLOUR"** and as the context may mean and require.
11. **"TRANSFER DATE"** means the **1st day of April, 2016**.
12. **"EFFECTIVE DATE"** means the date when the certified copy of the order confirming the Scheme of Amalgamation is filed with the Registrar of Companies, West Bengal, by the **TRANSFEROR COMPANIES** and the **TRANSFEREE COMPANY** respectively.
13. **"SCHEME"** or **"THE SCHEME"** or **"THIS SCHEME"** means this Scheme of Amalgamation in its present form submitted to the Central Government through the Regional Director, Eastern Region, Ministry of Corporate Affairs at West Bengal having jurisdiction in the said matter with any modification(s) made under Part-IV of this Scheme.
14. **"THE ACT"** means the Companies Act, 2013 as applicable including any statutory modifications, re-enactments or amendments thereof.
15. **"THE CENTRAL GOVERNMENT"** mean the Authority as prescribed in Section 233 of the Companies Act, 2013 or Rules therein.
16. **"THE TRIBUNAL"** or **"THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL"** shall mean the Hon'ble National Company Law Tribunal, Kolkata Bench.
17. **"UNDERTAKINGS OF THE TRANSFEROR COMPANIES"** means and includes:-
 - ❖ All the properties, assets and liabilities of the **TRANSFEROR COMPANIES** immediately before the **TRANSFER DATE**.
 - ❖ Without prejudice to the generality of the foregoing clause, the said undertaking shall include all rights, powers, interests, authorities, privileges, liberties and all properties and assets, moveable or immovable, real or personal, corporeal or incorporeal, in possession or reversion, present or contingent or of whatsoever nature and wherever situate including land, buildings, office equipments, vehicles, inventories, sundry debtors, cash and bank balances, loans and advances, leases, tenancy and agency rights and all other interests and rights in or arising out of such properties together with all licences, trade marks, import entitlements and other quotas, if any, held/applied for or as may be obtained hereafter by the **TRANSFEROR COMPANIES** or which the **TRANSFEROR COMPANIES** are entitled to and all debts, liabilities, duties and obligations of the **TRANSFEROR COMPANIES** of whatsoever kind.
18. Word(s) and expression(s) elsewhere defined in the Scheme will have the meaning(s) respectively ascribed.

WHEREAS:

1. **SHIKHARJI ROLLING, SHIKHARJI STEEL, BHAVIKA, SATLAJ ISPAT and SHRINU STEEL** are engaged in the business of manufacturing of iron and steel, **SHRINU AGRO, SATLAJ FLOUR and GYANIKA** is engaged in the business of manufacturing of agro products. The **TRANSFEREE COMPANY** is a listed company and its shares are listed in the Bombay Stock Exchange Limited and the National Stock Exchange of India Limited. The **TRANSFEREE COMPANY** is engaged in the business of manufacturing of iron & steel and agro products.
2. The **TRANSFEROR COMPANIES** are wholly owned subsidiaries of the **TRANSFEREE COMPANY**. The Scheme of Amalgamation has been drawn pursuant to Section 233 of the Act which governs merger of wholly owned subsidiary companies with their holding company.
3. The business carried on by the **TRANSFEROR COMPANIES** is similar to and can be combined with the business carried on by the **TRANSFEREE COMPANY**.
4. For the purposes of better, efficient and economical management, control and running of the business of the undertakings concerned and for administrative convenience and to obtain advantage of economy of large scale and to broad base the present business, the present Scheme is proposed to amalgamate the **TRANSFEROR COMPANIES** with the **TRANSFEREE COMPANY**.

PART - II

PRESENT CAPITAL STRUCTURE:

- A. The Authorised Share Capital of “**SHIKHARJI ROLLING**” is Rs. 3,00,000/- divided into 30,000 Equity Shares of Rs.10/- each. The Issued, Subscribed & Paid-up Share Capital is Rs. 2,80,000/- divided into 28,000 Equity Shares of Rs.10/- each fully paid-up .The entire paid up share capital of “**SHIKHARJI ROLLING**” is held by the **TRANSFEE COMPANY** and thus “**SHIKHARJI ROLLING**” is a wholly owned subsidiary of the **TRANSFEE COMPANY**.
- B. The Authorised Share Capital of “**SHIKHARJI STEEL**” is Rs.3,00,000/- divided into 30,000 Equity Shares of Rs.10/- each. The Issued, Subscribed & Paid-up Share Capital is Rs. 2,80,000/- divided into 28,000 Equity Shares of Rs.10/- each fully paid-up . The entire paid up share capital of “**SHIKHARJI STEEL**” is held by the **TRANSFEE COMPANY** and thus “**SHIKHARJI STEEL**” is a wholly owned subsidiary of the **TRANSFEE COMPANY**.
- C. The Authorised Share Capital of “**BHAVIKA** ” is Rs.3,00,000/- divided into 30,000 Equity Shares of Rs.10/- each. The Issued, Subscribed & Paid-up Share Capital is Rs. 2,80,000/- divided into 28,000 Equity Shares of Rs.10/- each fully paid-up . The entire paid up share capital of “**BHAVIKA**” is held by the **TRANSFEE COMPANY** and thus “**BHAVIKA**” is a wholly owned subsidiary of the **TRANSFEE COMPANY**.
- D. The Authorised Share Capital of “**SHRINU AGRO**” is Rs.1,00,000/- divided into 10,000 Equity Shares of Rs.10/- each. The Issued, Subscribed & Paid-up Share Capital is Rs. 1,00,000/- divided into 10,000 Equity Shares of Rs.10/- each fully paid-up . The entire paid up share capital of “**SHRINU AGRO**” is held by the **TRANSFEE COMPANY** and thus “**SHRINU AGRO**” is a wholly owned subsidiary of the **TRANSFEE COMPANY**.
- E. The Authorised Share Capital of “**SHRINU STEEL**” is Rs.1,00,000/- divided into 10,000 Equity Shares of Rs.10/- each. The Issued, Subscribed & Paid-up Share Capital is Rs. 1,00,000/- divided into 10,000 Equity Shares of Rs.10/- each fully paid-up . The entire paid up share capital of “**SHRINU STEEL**” is held by the **TRANSFEE COMPANY** and thus “**SHRINU STEEL**” is a wholly owned subsidiary of the **TRANSFEE COMPANY**.
- F. The Authorised Share Capital of “**GYANIKA**” is Rs. 2,50,000/- divided into 25,000 Equity Shares of Rs.10/- each. The Issued, Subscribed & Paid-up Share Capital is Rs. 2,48,000/- divided into 24,800 Equity Shares of Rs.10/- each fully paid-up . The entire paid up share capital of “**GYANIKA**” is held by the **TRANSFEE COMPANY** and thus “**GYANIKA**” is a wholly owned subsidiary of the **TRANSFEE COMPANY**.
- G. The Authorised Share Capital of “**SATLAJ ISPAT**” is Rs. 2,50,000/- divided into 25,000 Equity Shares of Rs.10/- each. The Issued, Subscribed & Paid-up Share Capital is Rs. 2,50,000/- divided into 25,000 Equity Shares of Rs.10/- each fully paid-up . The entire paid up share capital of “**SATLAJ ISPAT**” is held by the **TRANSFEE COMPANY** and thus “**SATLAJ ISPAT**” is a wholly owned subsidiary of the **TRANSFEE COMPANY**.
- H. The Authorised Share Capital of “**SATLAJ FLOUR**” is Rs. 2,50,000/- divided into 25,000 Equity Shares of Rs.10/- each. The Issued, Subscribed & Paid-up Share Capital is Rs. 2,50,000/- divided into 25,000 Equity Shares of Rs.10/- each fully paid-up . The entire paid up share capital of “**SATLAJ FLOUR**” is held by the **TRANSFEE COMPANY** and thus “**SATLAJ FLOUR**” is a wholly owned subsidiary of the **TRANSFEE COMPANY**.
- I. The Authorised Share Capital of The **TRANSFEE COMPANY** is Rs. 46,50,00,000/- divided into 4,65,00,000 Equity Shares of Rs.10/- each. The Issued, Subscribed & Paid-up Share Capital is Rs. 28,23,60,720/- divided into 2,82,36,072 Equity Shares of Rs.10/- each fully paid-up. The **TRANSFEE COMPANY** is the Holding Company of all the **TRANSFEROR COMPANIES**.

PART - III

TRANSFER OF UNDERTAKINGS

- 1. With effect from the **TRANSFER DATE**, the undertakings of the **TRANSFEROR COMPANIES** together with its assets and liabilities shall without further act or deed be transferred to and be vested in or deemed to have been transferred to and vested in the **TRANSFEE COMPANY** pursuant to Section 233 of the Companies Act, 2013 (hereinafter called “the Act”) subject however, to all charges, lien, mortgages, if any, then affecting the same or any part thereof as per the Orders of the Central Government through the Regional Director , Eastern Region Ministry Of Corporate Affairs at Kolkata provided, however that such charges, lien, mortgages, encumbrances shall be confined only to the related assets or part thereof as may be encumbered by the **TRANSFEROR COMPANIES** and transferred to and vested in the **TRANSFEE COMPANY** on and from the **TRANSFER DATE** and no such encumbrances shall extend over or apply to any other asset(s) or property(ies) of the **TRANSFEE COMPANY**. Any reference in any security documents or arrangements (to which the **TRANSFEROR COMPANIES** is a party) to any asset(s) property(ies) of that **TRANSFEROR**

COMPANIES it shall be so construed to the end and intent that such security shall not extend or be deemed to extend to any of the other asset(s) or property(ies) of the **TRANSFEREE COMPANY**.

2. The benefit of all statutory and regulatory permissions, licences from Government & Semi-Government or Autonomous Bodies etc. including all statutory licences, permissions or approvals or consents to carry on the operations in the **TRANSFEROR COMPANIES** shall vest in and become available to **TRANSFEREE COMPANY** pursuant to the Scheme and shall always be deemed to have been issued to the **TRANSFEREE COMPANY** and the concerned statutory authorities and licensors shall endorse and/or mutate and/or record the same, upon the filing of this Scheme as sanctioned with such authorities and licensors, so as to empower and facilitate the transfer and vesting of the undertakings of the **TRANSFEROR COMPANIES** in the **TRANSFEREE COMPANY**.
3. It is expressly provided that in respect of such assets as are movable in nature including investments or are otherwise capable of transfer by manual delivery or by endorsement and delivery, the same shall be so transferred without requiring any deed or instrument for the same and shall become the property of the **TRANSFEREE COMPANY** accordingly.
4. Upon the coming into effect of the Scheme, all motor vehicles and land & buildings, if any, of any nature whatsoever comprised in or relatable to the **TRANSFEROR COMPANIES** shall vest in the **TRANSFEREE COMPANY** and the appropriate Governmental and Registration Authorities shall mutate and register the vehicles and land & buildings in the name of the **TRANSFEREE COMPANY** as if the vehicles, land & buildings had originally been registered in the name of the **TRANSFEREE COMPANY**, subject to compliance of provisions of Indian Stamp Act, 1899 as applicable to the State of West Bengal.
5. All taxes paid or payable by the **TRANSFEROR COMPANIES** in respect of the operations and/or the profits of the business before the **TRANSFER DATE** shall be on account of the **TRANSFEROR COMPANIES** and, in so far as it relates to the tax payment, whether by way of deduction at source, advance tax or otherwise howsoever, by the **TRANSFEROR COMPANIES** in respect of the profits or activities or operation of the business after the **TRANSFER DATE**, the same shall be deemed to be the corresponding item paid by **TRANSFEREE COMPANY**, and, shall, in all proceedings, be dealt with accordingly.

LEGAL PROCEEDINGS

6. If any suit, appeal or any other proceedings of whatsoever nature (hereinafter called "The Proceedings") by or against the **TRANSFEROR COMPANIES** is pending, the same shall not abate, be discontinued or be in any way prejudicially affected by reason of the transfer of the Undertakings of the **TRANSFEROR COMPANIES** or anything contained in this scheme but the proceedings may be continued, prosecuted and enforced by or against the **TRANSFEREE COMPANY** in the same manner and to the same extent as it would be or might have been continued, prosecuted and enforced by or against the **TRANSFEROR COMPANIES** if this Scheme had not been made.
7. The Transfer and vesting of assets and liabilities under Clause No.1 to 5 hereof and the continuance of the proceedings by or against the **TRANSFEREE COMPANY** under Clause No.6 hereof shall not affect any transactions or proceedings already concluded by the **TRANSFEROR COMPANIES** on and after the **TRANSFER DATE** to the end and intent that the **TRANSFEREE COMPANY** accepts and adopts all acts, deeds and things done and executed by or on behalf of the **TRANSFEROR COMPANIES** as acts, deeds and things done and executed by or on behalf of the **TRANSFEREE COMPANY**.

CONTRACTS, DEEDS, BONDS AND OTHER INSTRUMENTS

8. Subject to the provisions contained in this Scheme, all contracts, deeds, bonds, agreements and other documents and instruments of whatsoever nature to which the **TRANSFEROR COMPANIES** is party subsisting or having effect immediately before the amalgamation shall remain in full force and effect against or in favour of the **TRANSFEREE COMPANY** and may be enforced as fully and effectively, as if instead of the **TRANSFEROR COMPANIES**, the **TRANSFEREE COMPANY** had been a party thereto.

TRANSFEROR COMPANY's STAFF, WORKMEN AND EMPLOYEES

9. The **TRANSFEREE COMPANY** shall takeover all the employees in service on the effective date of the **TRANSFEROR COMPANIES** without interruption and on terms no less favorable to them as then applicable to them. The service of the said employees with the **TRANSFEROR COMPANIES** prior to such taking over will not be treated as having been broken for the purpose of Provident fund, gratuity and other benefits but will be reckoned for all purposes from the date of their respective appointment with the **TRANSFEROR COMPANIES**.

ISSUE OF SHARES BY THE TRANSFEREE COMPANY

10. Upon the Scheme being confirmed by the Central Government through the Regional Director , Eastern Region Ministry Of Corporate Affairs at Kolkata and upon transfer being taken place as stipulated under different Clauses hereof :-
 - (a) The **TRANSFEREE COMPANY** will not issue and allot shares to the Shareholders of the **TRANSFEROR COMPANIES** as the entire shares of the **TRANSFEROR COMPANIES** are held by the **TRANSFEREE COMPANY** and the same shall stand cancelled upon coming into effect of the Scheme .

ACCOUNTING TREATMENT

11. The account shall be taken of the Assets and Liabilities of the **TRANSFEROR COMPANIES** as on the date immediately preceding the **TRANSFER DATE** and all the Assets and Liabilities of the respective **TRANSFEROR COMPANIES** shall be incorporated in the Books of Account of the **TRANSFEREE COMPANY** at the respective Book Values thereof as appearing in the Books of Account of the respective **TRANSFEROR COMPANIES**. All the entries in the Books of the **TRANSFEREE COMPANY** shall be made in accordance with the guidelines issued by the Institute of Chartered Accountants of India and other Generally Accepted Accounting Principles.

TAX TREATMENT

12. Any tax liabilities under the Income tax Act, 1961, or other applicable laws/regulations dealing with taxes/duties/levies (hereinafter in this clause referred to as "Tax Laws") allocable or related to the **TRANSFEROR COMPANIES** to the extent not provided for or covered by tax provision in the accounts made as on the date immediately preceding the **TRANSFER DATE** shall be transferred to the **TRANSFEREE COMPANY**. Any surplus in the provision for taxation/duties/levies account including advance tax and TDS as on the date immediately preceding the **TRANSFER DATE** will also be transferred to the account of the **TRANSFEREE COMPANY**.
13. Any refund under the Tax Laws due to the **TRANSFEROR COMPANIES** consequent to the assessments made on the **TRANSFEROR COMPANIES** shall also belong to and be received by the **TRANSFEREE COMPANY**.

PART - IV

1. APPLICATIONS TO THE CENTRAL GOVERNMENT

The **TRANSFEROR COMPANIES** and the **TRANSFEREE COMPANY** shall, with all reasonable dispatch, after the approval of the Scheme by the shareholder and creditor (to the extent applicable) file the scheme with the Central Government acting through the Regional Director, Ministry of Corporate Affairs, Kolkata, Registrar of Companies, West Bengal and the Official Liquidator including other competent authorities and the Tribunal, (if required) pursuant to Sections 233 of the Act for obtaining confirmation of this Scheme and shall apply for and obtain such other approvals, as required by law.

2. MODIFICATIONS / AMMENDMENTS TO THE SCHEME

The Board of Directors of the **TRANSFEROR COMPANIES** and the **TRANSFEREE COMPANY** or any person authorised by them may assent on behalf of all concerned to any modification to this Scheme of Amalgamation or to any condition which the the Central Government acting through the Regional Director Ministry of Corporate Affairs State of West Bengal or any other authorities may impose.

3. SCHEME CONDITIONAL ON APPROVALS/CONFIRMATION'S/ SANCTION'S

This Scheme is conditional upon and subject to:

1. Approval of this Scheme by the requisite majority of the members and creditors, as may be required, of the Transferee and the Transferor companies.
2. Confirmation of the Scheme by the Regional Director and/or Tribunal (if required) under Section 233 and other applicable provisions of the Act.
3. Such other sanctions and approvals, including sanctions of any governmental or regulatory authority, as may be required; and
4. The Certified copies of the order of the Regional Director or Tribunal sanctioning this Scheme being filed with the Registrar of Companies, West Bengal. Accordingly, this Scheme although operative from the **TRANSFER DATE** shall become effective on the Effective Date, being the last of the dates on which the conditions referred to above have been fulfilled.

5. The **TRANSFeree COMPANY** is a listed Company and therefore shall comply with the provisions contained SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued by the Securities and Exchange Board of India applicable to amalgamations including the Listing Agreement, to the extent applicable and shall also follow the suggestions that it may receive from the Stock Exchange(s) and other Statutory Authorities.

4. CONDUCT OF BUSINESS

- ➔ Until the Scheme is sanctioned and transfer is effected as aforesaid, the **TRANSFEROR COMPANIES** shall carry on their business in the usual course and shall be deemed to be carrying on the said businesses for and on behalf of the **TRANSFeree COMPANY** with effect from the **TRANSFER DATE**.
- ➔ Any profit or income accruing or arising to the **TRANSFEROR COMPANIES** and all costs, charges and expenses incurred and/or all accrued losses and also all losses arising or suffered by them since the **TRANSFER DATE** shall for all purposes be treated as the income, profits, costs, charges expenses or losses as the case may be of the **TRANSFeree COMPANY**.

5. EFFECT ON NON RECEIPT OF APPROVALS/CONFIRMATION'S / SANCTION'S

In the event of any of the said sanctions/ approvals not being obtained and or the Scheme not being confirmed by the Central Government and/or the order or orders not being passed as aforesaid, the Scheme shall become null and void and each party shall bear and pay its respective costs, charges and expenses for and in connection with the Scheme.

6. EXPENSES CONNECTED WITH THE SCHEME

All costs, charges and expenses of the **TRANSFEROR COMPANIES** and the **TRANSFeree COMPANY** respectively in relation to or in connection with the Scheme and of carrying out and implementing / completing the terms and provisions of the Scheme and or incidental to the completion of amalgamation of the said Undertakings of the **TRANSFEROR COMPANIES** shall be to the account of the **TRANSFeree COMPANY**.

7. MISCELLANEOUS :

1. Upon confirmation of the Scheme, the Authorized Share Capital of **TRANSFeree COMPANY** shall stand enhanced by an amount of Rs. 18,50,000/- being the Authorized Share Capital of the **TRANSFEROR COMPANIES**. The revised /enhanced Authorised Share Capital of the **TRANSFeree COMPANY** shall be Rs. 4,66,850,000/- and its Memorandum of Association shall automatically stand amended accordingly. It is hereby clarified that the consent of the shareholders to the Scheme shall be deemed to be sufficient for the purpose of effecting this amendment and no further resolution under Section 13, Section 61 and Section 64 or any other applicable provisions of The Companies Act, 2013 would be required to be separately passed, nor any registration fees/ stamp duty etc shall be payable by the **TRANSFeree COMPANY**.
2. The **TRANSFEROR COMPANIES** and the **TRANSFeree COMPANY** shall have liberty to apply to the Central Government through the Regional Director, Eastern Region Ministry Of Corporate Affair) at Kolkata for necessary direction to remove all difficulties, if any, in implementing the Scheme.
3. The **TRANSFEROR COMPANIES** and the **TRANSFeree COMPANY** shall also take such other steps as may be necessary or expedient to give full and formal effect to the provisions of this Scheme.

**GALLANTT ISPAT LIMITED****CIN: L27109WB2005PLC101650**

Regd. Office : 1, Crooked Lane, Second Floor, Room Nos. 222 & 223, Kolkata - 700069

Telefax : +91 33 40642189, 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 falling him

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

Or falling 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 Extra-ordinary General Meeting of the Company, to be held on Wednesday, the 12th day of July, 2017 at 12.30 p. m. at **Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata - 700 017**, and at any adjournment thereof in respect of such resolution 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		
	Special Business	For	Against
1	Approval of the Scheme of Amalgamation of Shikharji Rolling Mills Private Limited, Shikharji Steel & Agro Products Private Limited, Bhavika Steel Agencies Private Limited, Shrinu Agro Private Limited, Shrinu Steel Works Private Limited, Gyanika Flour Mills Private Limited, Satlaj Ispat Private Limited and Satlaj Flour Mills Private Limited with Gallantt Ispat Limited		

Signed this day of 2017.

Affix Re.1 Revenue Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Notes:

- This form should be signed across the stamp as per specimen signature registered with the Company.
- 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.***
- A proxy need not be a member of the Company.
- 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.
- **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 the resolution, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.***
- Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- 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.



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ATTENDANCE SLIP

Extra-ordinary General Meeting, Wednesday, the 12th day of July , 2017 at 12.30 p.m. at **Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata - 700 017**

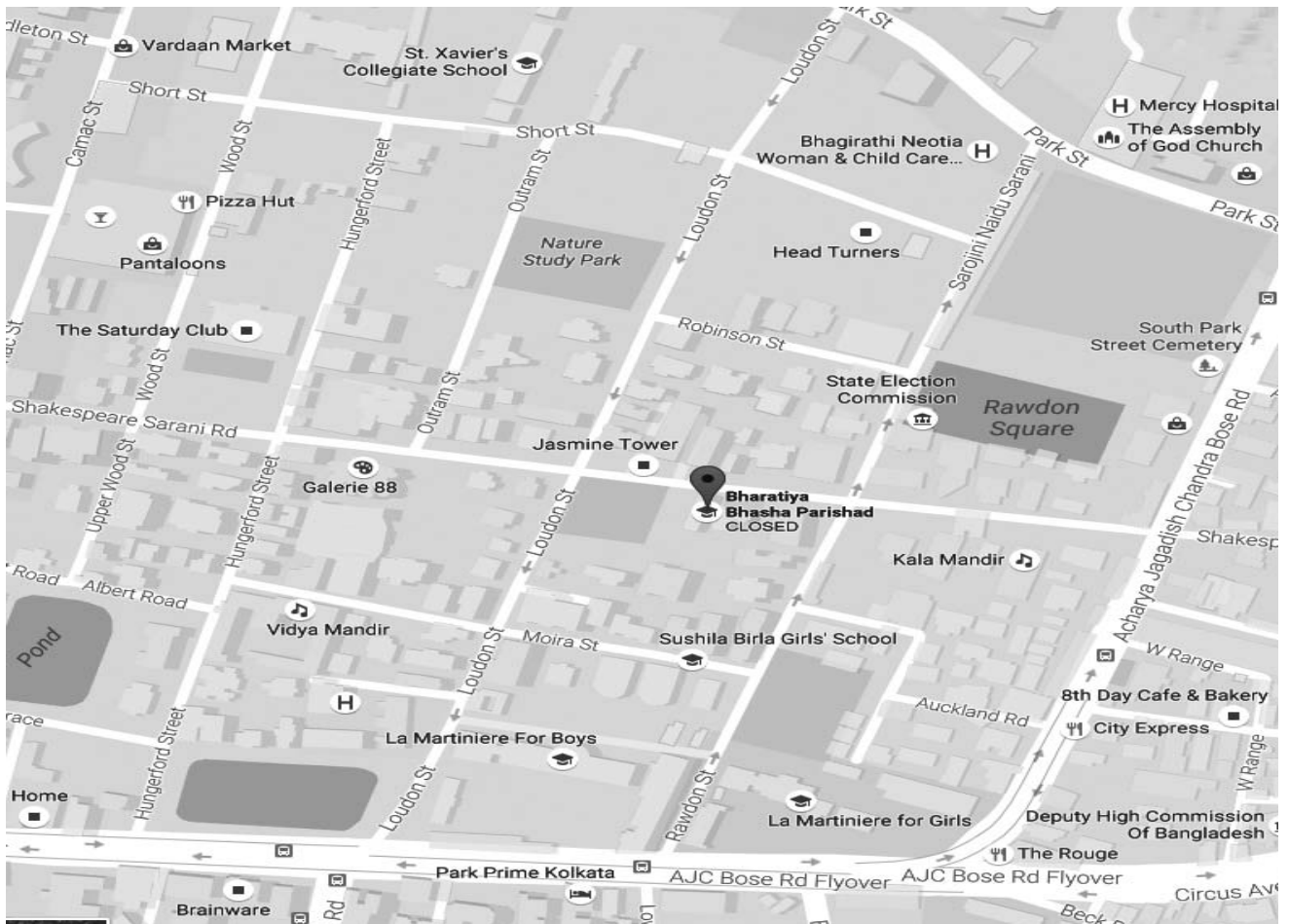
Name of the Shareholder	
Address	
Registered Folio/ DP ID & Client ID	
No of Shares held	
Name of the Proxy / Authorised Representative, if any	

I / We hereby record my / our presence at the EXTRA-ORDINARY GENERAL MEETING of the Company to be held on Wednesday, the 12th day of July , 2017 at 12.30 p.m. at **Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata - 700 017**

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.

Route Map for Venue of Extra-ordinary General Meeting





GALLANTT ISPAT LIMITED

CIN: L27109WB2005PLC101650

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Website: www.gallantt.com

**(ANNEXURE TO THE NOTICE FOR THE EXTRA-ORDINARY GENERAL MEETING OF
THE COMPANY TO BE HELD ON 12-07-2017)**

Name & Registered Address :
of Sole/First named Member

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID :

No. of Equity Shares Held :

Dear Shareholder,

Subject : Process and manner for availing E-voting facility:

Pursuant to 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 facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Extra-Ordinary Meeting (EOGM) to be held on Wednesday, 12th July, 2017 at 12.30 p.m. at **Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata - 700 017** and at any adjournment thereof.

The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evoting.nsdl.com/>

The Electronic Voting Particulars are set out below:

EVEN (Electronic Voting Sequence Number)	User ID	Password / PIN
106197		

The E-voting facility will be available during the following voting period:

Remote e-Voting Start on	Remote e-Voting End on
July 09, 2017 at 9.00 A.M.(IST)	July 11, 2017 at 5.00 P.M.(IST)

Please read the instructions mentioned in Point No.31 of the Notice before exercising your vote.

Registered Office: 1, Crooked Lane, Second Floor, Room Nos. 222 & 223, Kolkata - 700 069.	For Gallantt Ispat Limited Nitesh Kumar Company Secretary
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Date: June 01, 2017

Place: Kolkata