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SHRI BAJRANG POWER & ISPAT LTD.

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that an Extra-Ordinary General Meeting of the Members of Shri Bajrang Power And Ispat Limited will be held on Saturday, the 15th day of April, 2017 at 03:00 P.M. at Registered office of the Company situated at Village Borjhara, Guma Road, Urla Growth Center, Raipur (C.G.)- 493221 to transact the following special business:

1. To ratify the remuneration of Cost Auditors approved by the Board.

To consider and if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification) or re-enactment thereof, for the time being in force), M/s. Asutosh & Associates, Cost Accountants, (Firm Registration Number-000258), the Cost Auditors appointed by the Board of Directors of the Company to fill the casual vacancy caused due to resignation of Sanat Joshi & Associates, for carrying out Cost Audit of the Company for the Financial Year 2016-17, , be paid the remuneration as set out in the Statement annexed to the Notice convening this Meeting."

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

FOR AND ON BEHALF OF THE BOARD



SURESH GOEL
(CHAIRMAN)
ADDRESS: RAIPUR (C.G.)
DIN NO. : 00115834

PLACE: RAIPUR
DATE : 23/03/2017

CIN No. : U27106CT2002PLC015184

Regd. Office / Works : Vill. Borjhara, Urla-Guma Road, Urla Growth Center, Raipur 493 221 (C.G.)

Ph. : +91-771-4288019 / 29 / 39, Fax : +91-771-2323601 / 602, 4288123

E-mail : info.bjr@goelgroup.co.in, commercial.bjr@goelgroup.co.in





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NOTES & INFORMATION TO SHAREHOLDERS:

1. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed.
2. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote at the Meeting and the Proxy need not be the Member of the Company.
3. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered office of the Company not less than 48 hours before the time fixed for the Meeting.
4. A person can act as a proxy on behalf of Members not exceeding 50 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 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 and such person shall not act as a proxy for any other person or shareholder.
5. A Corporate Member intending to send its authorized representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
6. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company on all working days between 10.00 am to 12.00 pm up to the date of Annual General Meeting.
7. Route-map to the venue of the Meeting is provided at the end of the Notice.

FOR AND ON BEHALF OF THE BOARD

SURESH GOEL
(CHAIRMAN)
ADDRESS: RAIPUR (C.G.)
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EXPLANATORY STATEMENT

ITEM NO. 1

The Company is directed under Section 148 of the Companies Act, 2013 to have the audit of its cost records conducted by a Cost Accountant in Practice. The Board of your Company has, on the recommendation of the Audit Committee, approved the appointment of *M/s. Asutosh & Associates, Cost Accountants, (Firm Registration Number-000258)* as the Cost Auditors of the Company to fill the casual vacancy caused due to resignation of Sanat Joshi & Associates to conduct Cost Audit relating to the business of the Company as ordered by the Central Government under the Companies Act, 2013 and the Rules made thereunder, for the year ending 31st March, 2017, at a remuneration of Rs. 1,50,000/- (Rupees One Lac Fifty Thousand only) plus out-of-pocket expenses.

M/s. Asutosh & Associates, Cost Accountants, (Firm Registration Number-000258) have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. *M/s. Asutosh & Associates* have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for the past several years under the provisions of the Companies Act, 2013 and erstwhile Companies Act, 1956.

The Board has approved the remuneration of Rs. 1,50,000/- (Rupees One Lac Fifty Thousand only) plus out-of-pocket expenses to *M/s. Asutosh & Associates* as the Cost Auditors and the ratification of the shareholders is sought for the same by an Ordinary Resolution at Item No. 1.

Copies of Memorandum of Association and Articles of Association of the Company and the terms of appointment of Cost Auditor and other relevant documents and papers are open for inspection by Members at the Registered Office of the Company between 10 am to 12 pm on all working days till the date of the Annual General Meeting.

None of the Directors or Key Managerial Personnel of the Company or their respective Relatives is concerned or interested financial or otherwise in the Resolution mentioned at Item No. 1 of the Notice.

The Resolution at Item No. 1 is commended for approval by the Members by passing Ordinary Resolution.

FOR AND ON BEHALF OF THE BOARD



SURESH GOEL
(CHAIRMAN)
ADDRESS: RAIPUR (C.G.)
DIN NO. : 00115834
PLACE: RAIPUR
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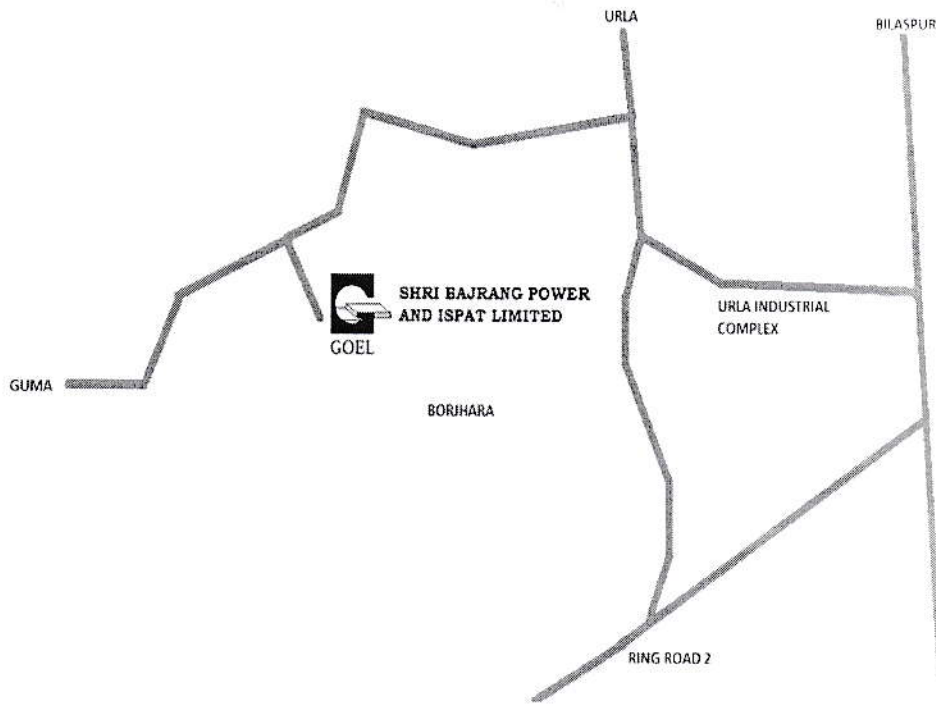
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ROUTE MAP TO THE VENUE OF EXTRA- ORDINARY GENERAL MEETING



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REGISTERED OFFICE ADDRESS :

Shri Bajrang Power and Ispat Limited
Village Borjhara, Urla Growth Centre,
Guma Road, Urla, Raipur (C.G.) - 493221