



**SHRI BAJRANG  
POWER AND ISPAT LTD.**

BELIEF, STRONGER THAN STEEL.

**POWER | STEEL | MINING**

**NOTICE OF THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS**

NOTICE BE AND IS HEREBY GIVEN THAT AN **EXTRAORDINARY GENERAL MEETING ("EGM")** OF THE SHAREHOLDERS OF SHRI BAJRANG POWER AND ISPAT LIMITED WILL BE HELD ON SATURDAY, THE 25<sup>TH</sup> DAY OF MAY 2019 AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT VILLAGE BORJHARA, URLA GUMA ROAD, URLA GROWTH CENTER, RAIPUR, CHHATTISGARH - 493221 TO TRANSACT THE FOLLOWING SPECIAL BUSINESSES:

**ITEM NO. 01**

**ALTERATION OF OBJECT CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

**"RESOLVED THAT** pursuant to the provisions of Section 13 of the Companies Act, 2013, and other applicable provisions read with the rules and regulations made there under including any amendment, re-enactment or statutory modification thereof, as may be necessary, (Clause III A) of the Memorandum of Association of the Company, be and is hereby altered by inserting the following sub-clause(s) under Part-A of Clause III, after the existing sub-clause 7:

*8. To produce, process, store, distribute, sell, trade, import, export or otherwise deal in all kinds of coal and coke and other by products of coal and to carry on in India and elsewhere the trade or business, acquire, purchase, lease, licence, grant, amalgamation or otherwise of coal mining.*

*9. To carry on in India and /or abroad the business to produce, generate process, acquire, transform, assemble, formulate, buy, sell, importer, exporter, and to act as agents, merchants, traders, contractors, distributors, stockiest and forwarders or in any way deal in, hot rolled coil/sheets, cold rolled coil/sheet, galvanized coils/sheets, galvanized colour coated coils/sheets, washing of coal, power generation, sinters, oxygen, galvanizing of steel tubes/pipes and other hollow sections, alumina, steel slab, ferro chrome and to carry on business in all kinds of tubes, electric resistance welding CS/ MS pipe and tabular section, DI pipe, Seamless pipe.*

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 : +91-771-4288123

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






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**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution Shri Rajendra Goel (DIN: 01263958), Director and Shri Narendra Goel (DIN:-00115883), Managing Director of the Company be and are hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid Resolution along with filing of necessary E-forms with the Registrar of Companies.”

**FOR AND ON BEHALF OF THE BOARD**

  
**PARUL VERMA**  
**COMPANY SECRETARY**  
M. No. 38981  
ADDRESS: RAIPUR (C.G.)



**PLACE: RAIPUR**  
**DATE: 01.05.2019**

**CIN No. : U27106CT2002PLC015184**

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**NOTES & INFORMATION ON GENERAL MEETINGS**

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 Extra- ordinary 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**


**PARUL VERMA  
COMPANY SECRETARY  
M. No. 38981  
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**ANNEXURE TO THE NOTICE DATED 01<sup>ST</sup> DAY OF MAY, 2019**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

**ITEM NO. 01**

Your company intends to expand and diversify its present scope of operations which have good potential with respect to the future prospects of the company. The proposed alteration to the main objects shall enable the company to expand its activities and venture into new areas of business.

The following sub-clause has been inserted under Part-A of Clause III, after the existing sub-clause 7:

*8. To produce, process, store, distribute, sell, trade, import, export or otherwise deal in all kinds of coal and coke and other by products of coal and to carry on in India and elsewhere the trade or business, acquire, purchase, lease, licence, grant, amalgamation or otherwise of coal mining.*

*9. To carry on in India and /or abroad the business to produce, generate process, acquire, transform, assemble, formulate, buy, sell, importer, exporter, and to act as agents, merchants, traders, contractors, distributors, stockiest and forwarders or in any way deal in, hot rolled coil/sheets, cold rolled coil/sheet, galvanized coils/sheets, galvanized colour coated coils/sheets, washing of coal, power generation, sinters, oxygen, galvanizing of steel tubes/pipes and other hollow sections, alumina, steel slab, ferro chrome and to carry on business in all kinds of tubes, electric resistance welding CS/ MS pipe and tabular section, DI pipe, Seamless pipe.*

In terms of Section 13 of the Companies Act, 2013, the consent of the Members by way of Special Resolution is required for proposed amendments in the Memorandum of Association of the Company.

The Board of Directors, at their meeting held on 01.05.2019 has approved the alteration of Memorandum of Association of the Company.

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Your Directors commend passing of this resolution by way of a special resolution.

None of the directors, KMPs, or their relatives are interested or concerned, financially or otherwise, in the resolution set out at item no. 01.

**FOR AND ON BEHALF OF THE BOARD**

  
  
**PARUL VERMA**  
**COMPANY SECRETARY**  
**M. No. 38981**  
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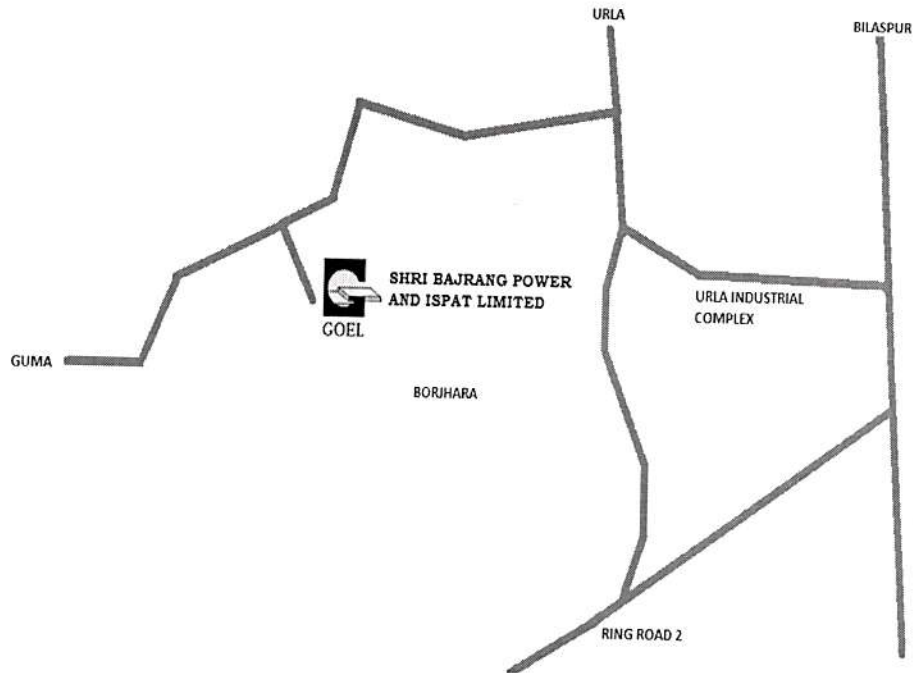


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**ROUTE MAP TO THE VENUE OF EXTRA- ORDINARY GENERAL MEETING**



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