



**M P STEEL (INDIA) LIMITED**

An ISO 9001 : 2015, PED & BIS Certified Company

**RATNESH®**

(FORMERLY: M P STEEL (INDIA) PRIVATE LIMITED)



**NOTICE OF THE EXTRA ORDINARY GENERAL MEETING**

**OF**

**M P STEEL (INDIA) LIMITED**  
(Formerly known as M P STEEL (INDIA) PRIVATE LIMITED)

**TO BE HELD ON**

**THURSDAY, 26TH FEBRUARY, 2026 AT 11.00 A.M.**

**AT**

**REGISTERED OFFICE OF THE COMPANY**

**AT**

**SURVEY NO 900 NR ASHRAMCHOWKDI VILLAGE-RANASAN TA-VIJAPUR, DIST-  
MEHSANA, GUJARAT, INDIA, 382870**

**CIN : U28999GJ1998PLC033954**

**Factory:** Survey No. 900, Near Ashram Chokdi, Village Ranasan, Ta. Vijapur, Dist. Mehsana - 382870, Gujarat, INDIA | Phone: +91 7227-046662  
**Head Office:** A Wing, 4th Floor, Narnarayan Complex, C.G Road, Navrangpura, Ahmedabad-380009, Gujarat, INDIA. | Phone: +91 8735-044092  
info@mpsteelindia.com | sales@mpsteelindia.com [www.mpsteelindia.com](http://www.mpsteelindia.com)

**NOTICE**

**NOTICE** is hereby given that the Extra-ordinary General Meeting of the members of M P Steel (India) Limited (Formerly known as M P Steel (India) Private Limited) will be held on Thursday, 26th February, 2026 at 11.00 a.m. at the registered office of the company situated at Survey No 900 Nr Ashramchowkdi Village-Ranasan Ta-Vijapur, Dist-Mehsana, Gujarat, India, 382870 to transact the following special business:

**1. TO ISSUE BONUS SHARES**

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

**“RESOLVED THAT** in accordance with the provisions of section 23(2), 63, 123(5) and all other applicable provisions, if any, of the Companies Act, 2013, read with rule 14 of Companies (Share Capital and Debentures) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the clause 38 of the articles of association (**“Articles of Association”**) of the Company, and such other sanctions as may be necessary and further subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the board of directors of the Company (**“Board”**), which term shall include a duly authorized committee thereof for the time being to exercise the powers conferred by the Board including the powers conferred by this resolution), and pursuant to the approval of the Board in its meeting dated 23<sup>rd</sup> February, 2026, consent of the members be and is hereby accorded to capitalize a sum of ₹ 7,79,17,950 out of its securities premium account and that such amounts be transferred to the share capital account and be applied for issue and allotment of 77,91,795 equity shares (any fractional Bonus shares are ignored) bearing face value of ₹ 10 each of the Company as bonus shares (**“Bonus Shares”**) credited as fully paid up, to the eligible shareholders of the Company holding Equity Shares whose names appear in the register of members/ beneficial owners’ position of the Company on Friday, 27<sup>th</sup> February, 2026 (**“Record Date”**).”

**“RESOLVED FURTHER THAT** the bonus shares shall be credited as fully paid up to the holders of equity shares of the Company whose names appear in the register of members of the Company on the Record date, Friday, 27<sup>th</sup> February, 2026, in the ratio of 1:2 i.e. 1 (One) shares for every 2 (Two) equity shares held by shareholders on the Record date (any fractional rights shares are ignored).”

**“RESOLVED FURTHER THAT** the bonus shares so distributed for all purposes be treated as an increase of the nominal amount of the equity share capital of the Company held by each such member and not as income in lieu of dividend credited.”

**“RESOLVED FURTHER THAT** the bonus shares so allotted shall rank pari passu to the existing shares of the Company and always be subject to the terms of the memorandum of association (**“Memorandum of Association”**) and Articles of Association of the Company.”

**“RESOLVED FURTHER THAT** all the Bonus shares will be issued in Demat mode through Depository into respective Demat account of all the shareholders and if physical shareholders will not provide their demat account, those shares will be kept in separate share suspense account.”

**“RESOLVED FURTHER THAT**, Mr. Kushalkumar Bhansali, Managing director and Mr. Pradeep Randhirmal Lodha, whole time director, be and are hereby severally authorized to take all the necessary steps for giving effect to the foregoing resolution, including issue corporate action form to the depositories, issue of new share certificate, if required, issue allotment letters, if required, incur necessary expenses including payment of stamp duty, file necessary forms with the regulatory authorities in accordance with the applicable provisions of the Companies Act, to settle any question,

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difficulty, or doubt that may arise with regard to or in relation to the foregoing and do all such acts, deeds, matters and thing as deem necessary, proper or desirable in relation to the foregoing.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any powers conferred herein (excluding powers imputed exclusively on the nomination and remuneration committee), to any committee of directors with a power to further delegate to any executives / officers of the company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary in this regard.”

## 2. ADOPTION OF REVISED ARTICLES OF ASSOCIATION

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

“**RESOLVED THAT**, pursuant to the provisions of Sections 5, 14, 15 and 18 of the Companies Act, 2013, and other applicable provisions, if any and the rules made thereunder, each as amended (“Companies Act”) and in order to align the articles of association (“Articles of Association”) with the requirements of the of the Companies Act, applicable to a public limited company, the Securities Contracts (Regulation) Rules, 1957, as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and the listing requirements of the stock exchanges where the equity shares of the Company are proposed to be listed, the new set of the Articles of Association of the Company, be and is hereby approved and adopted as the Articles of Association of the Company in the place of and in total exclusion and substitution of the existing Articles of Association of the Company, a copy of which was placed before the meeting, duly initialed by the Chairman of the meeting for the purpose of identification.”

“**RESOLVED FURTHER THAT** the provision of entrenchment in accordance with the provision of Section 5(3) and Section 5(4) of the Companies Act 2013, incorporated and contained in the new articles of association of the Company be and is hereby approved.”

“**RESOLVED FURTHER THAT** Directors and company secretary be and are hereby severally authorized to do all the acts, deeds, matters and things which are necessary to give effect to the aforesaid resolution as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, including with the Registrar of Companies, Gujarat at Ahmedabad, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, and to settle any question, difficulty or doubt and further to do or cause to be done all such acts, deeds, matters and things and to negotiate, finalize and execute all documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done shall be conclusive evidence of the authority of the Board in so doing.”

“**RESOLVED FURTHER THAT** a copy of the above resolution, certified to be true by any Director or the Company Secretary and Compliance Officer, be forwarded to any concerned authorities for necessary action.”

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# M P STEEL (INDIA) LIMITED

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## RATNESH®

(FORMERLY: M P STEEL (INDIA) PRIVATE LIMITED)



Date: 23.02.2026  
Place: Ahmedabad

By Order of the Board of Directors  
M P STEEL (INDIA) LIMITED  
(Formerly known as M P Steel (India) Private Limited)



**Registered Office:**

Survey No 900 Nr Ashramchowkdi Village-  
Ranasan Ta-Vijapur, Dist-Mehsana, Gujarat,  
India, 382870

**PRADEEP RANDHIMAL LODHA**  
WHOLE TIME DIRECTOR & CFO  
DIN: 01560437

**Notes:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and that the proxy needs to be a member of the company. Proxy in order to be effective must be received by the company not less than 48 hours before the scheduled time of the meeting.
2. Corporate members intending to send their respective authorized representative(s) are requested to send a duly certified copy of board resolution authorizing such representative(s) to attend and vote at the extra ordinary general meeting.
3. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of all the businesses specified above is annexed hereto.
4. A map to reach at the venue of meeting is enclosed at the end of the Notice.

**CIN : U28999GJ1998PLC033954**

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

**Item No. 1**

The board of directors ("Board") in its meeting held on 23<sup>rd</sup> February, 2026 considered it desirable to recommend the issue of fully paid-up bonus equity shares in the proportion of 1:2 i.e. 1 (One) new bonus equity shares bearing face value of ₹ 10 each for every 2 (Two) existing fully paid-up equity shares bearing face value of ₹ 10 each held by the holders of the equity shares of the Company (any fractional Bonus shares are ignored), whose names shall appear in the register of members or in the respective beneficiary account with their respective Depository Participants as on Friday, 27<sup>th</sup> February, 2026 (i.e., Record Date) by capitalizing ₹ 7,79,17,950 (Rupees Seven Crores Seventy nine lacs seventeen thousand nine hundred and fifty only), the amount standing to the credit of security premium account as may be considered appropriate for the purpose of issue.

The bonus shares shall rank pari passu to the existing shares of the Company on the Record date. The proposed bonus issue shall be treated for all purposes as an increase of the nominal amount of equity share capital of the Company held by each such member and is not in lieu of dividend.

All the Bonus shares will be issued in Demat mode through Depository into respective Demat account of all the shareholders and if physical shareholders will not provide their demat account, those shares will be kept in separate share suspense account

The details of equity share capital of the Company pre and post the Bonus Issue shall be as under:

- a) Number of shares pre-Bonus Issue: 1,55,83,592 equity shares of ₹ 10 each aggregating to a share capital of ₹ 155.84 million.
- b) Number of shares post- Bonus Issue: 2,33,75,387 equity shares of ₹ 10 each aggregating to a share capital of ₹ 233.75 million.
- c) Number of Equity Shares to be issued as Bonus Shares: 77,91,795 Equity Shares (any fractional Bonus shares are ignored) of ₹ 10 each aggregating to ₹ 7,79,17,950.

Further, the following shall be taken note of:

- a) The Company has not defaulted in payment of interest or principal in respect of fixed deposits or debt securities issued by it.
- b) the Company has not defaulted in respect of the payment of statutory dues of the employees, such as, contribution to provident fund, gratuity and bonus;
- c) Any partly paid-up shares of the Company, if any, outstanding on the date of allotment, will be made fully paid-up; and
- d) Any of the promoters or directors of the Company are not a fugitive economic offender.

The Board recommends the Ordinary Resolution as Item No. 1 of the Notice resolution for approval by the shareholders of the Company.

**CIN : U28999GJ1998PLC033954**

None of the directors, key managerial personnel, senior management personnel and relatives of directors and/or key managerial personnel or senior management personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

**Resolution No. 2**

In order to undertake the proposed initial public offering of equity shares ("Offer"), the Company will be required to ensure that the Articles of Association of the Company conform to the requirements prescribed by relevant stock exchanges prior to filing of the draft red herring prospectus with the Securities and Exchange Board of India and the relevant stock exchanges.

The Company therefore proposes to adopt a new set of Articles of Association that shall confirm to the requirements and directions provided by the stock exchanges and contain such other articles as required by a public limited company under applicable laws (including the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended).

The Board recommends the Special Resolution as Item No. 2 of the Notice for approval of the members of the Company.

Accordingly, the Board hereby recommends that the revised Articles of Association placed before the shareholders be approved and adopted.

Copy of the existing Articles of Association and the proposed revised Articles of Association will be made available for inspection at the registered office of the Company during the working hours of the Company on any working day up to the date of the extra-ordinary general meeting.

Pursuant to the provisions of Section 14 of the Companies Act, 2013, as applicable, any amendment in Article of Association requires approval of the members of the Company by way of a special resolution.

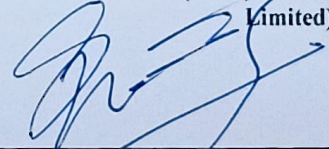
The Board recommends the Special Resolution as Item No. 2 of the Notice for approval of the members of the Company.

None of the directors, key managerial personnel, senior management personnel and relatives of directors and/or key managerial personnel or senior management personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

**Date: 23.02.2026**  
**Place: Ahmedabad**

**By Order of the Board of Directors**  
**M P STEEL (INDIA) LIMITED**

Formerly known as M P Steel (India) Private Limited



**Registered Office:**

Survey No 900 Nr Ashramchowkdi Village-  
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**PRADEEP RANDHIRMAL LODHA**  
**WHOLE TIME DIRECTOR & CFO**  
**DIN: 01560437**

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CIN: U28999GJ1998PLC033954

Regd. Office: Survey No 900 Nr Ashramchowkdi Village-Ranasan Ta-Vijapur, Dist-Mehsana, Gujarat, India, 382870

### ATTENDANCE SLIP

(To be handed over at the entrance of the meeting place)

I/We hereby record my/our presence at the Extra Ordinary General meeting of the Company being held on Thursday, 26th February, 2026 at 11:00 A.M at Survey No 900 Nr Ashramchowkdi Village-Ranasan Ta-Vijapur, Dist-Mehsana, Gujarat, India, 382870.

Full Name of Member :  
(in Block Letters) :  
Registered Folio No/  
DP ID and Client ID :  
No. of Equity Shares held :  
Full Name of the Proxy :  
(in Block Letters)  
Signature of the Member (s) / Proxy :  
Present

Please complete and sign this attendance slip and hand over at the entrance of the meeting place. Only Members(s) or his/her/their proxy with this attendance slip will be allowed entry to the meeting.

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]

CIN: U28999GJ1998PLC033954

Name of the company: M P STEEL (INDIA) LIMITED (Formerly known as M P Steel (India) Private limited)

Registered office: Survey No 900 Nr Ashramchowkdi Village-Ranasan Ta-Vijapur, Dist-Mehsana, Gujarat, India, 382870

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ DP ID and Client Id:

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

- Name: .....  
Address: .....  
E-mail Id: .....  
Signature:..... or failing him
- Name: .....  
Address: .....  
E-mail Id: .....  
Signature:..... or failing him

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 scheduled to be held on Thursday, 26th February, 2026 at 11:00 A.M at Survey No 900 Nr Ashramchowkdi Village-Ranasan Ta-Vijapur, Dist-Mehsana, Gujarat, India, 382870 and at any adjournment thereof, in respect of such resolutions as are indicated below:

#### Resolution No.

- Issue of bonus shares
- Adoption of new articles of association of the Company

Signed this ..... day of..... 20....

Signature of shareholder .....

Signature of Proxy holder(s) .....

Note: 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.

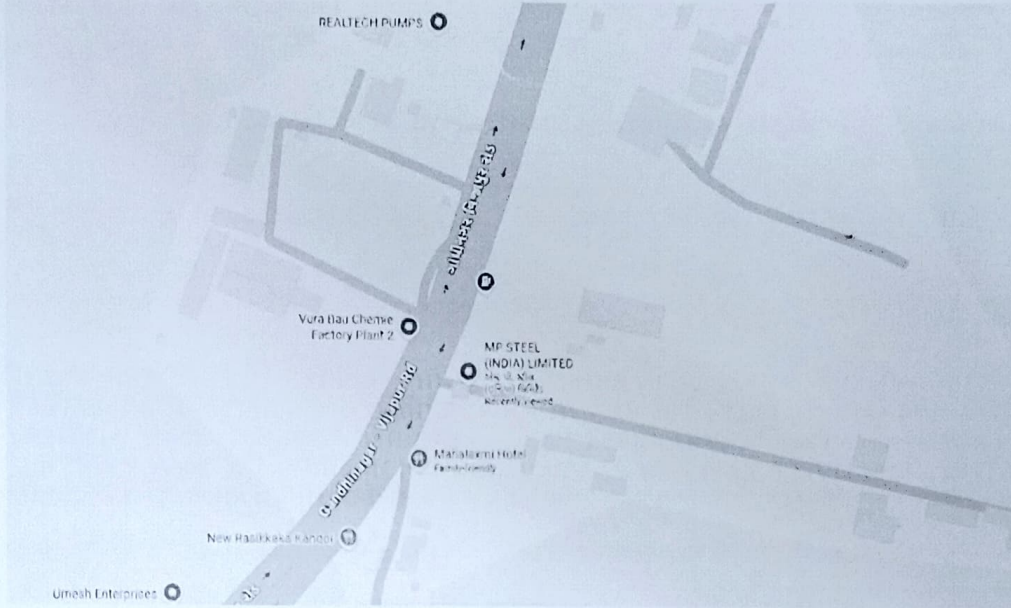
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**ROUTE MAP TO THE VENUE OF THE EXTRA ORDINARY GENERAL MEETING OF M P STEEL (INDIA) LIMITED (FORMERLY KNOWN AS M P STEEL (INDIA) PRIVATE LIMITED) TO BE HELD ON THURSDAY, 26TH FEBRUARY, 2026 AT 11:00 A.M AT SURVEY NO 900 NR ASHRAMCHOWKDI VILLAGE-RANASAN TA-VIJAPUR, DIST-MEHSANA, GUJARAT, INDIA, 382870**



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