



**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**

**TUESDAY, 20<sup>TH</sup> JANUARY, 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**

**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 Tuesday, 20<sup>th</sup> January, 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. APPROVAL FOR INCREASE IN THE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND AMENDMENT TO THE MEMORANDUM 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 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s), amendments or re-enactment thereof for the time being in force), each as amended (collectively referred to as the **“Companies Act”**) and further subject to any other laws and regulations, and the provisions of the articles of association (**“Articles of Association”**) of the Company, the consent and approval of the shareholders be and is hereby accorded to increase the authorised share capital of the Company from the existing ₹ 16,00,00,000/- (Rupees Sixteen Crores only) divided into 1,60,00,000 Equity Shares of ₹ 10/- (Rupees Ten only) ) to ₹ 31,00,00,000/- (Rupees Thirty one Crores only) divided into 3,10,00,000 Equity Shares of ₹ 10/- (Rupees Ten only) by creation and addition of 1,50,00,000 Equity shares of face value of ₹ 10 each.”

**“RESOLVED FURTHER THAT** pursuant to sections 13, 61, 64 and all other applicable provisions of the Companies Act, 2013, if any, and the rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force) the existing Clause V of memorandum of association of the Company (**“Memorandum of Association”**) be and is hereby amended by substituting the same with the following Clause V:

***“The Authorised Share Capital of the Company is ₹ 31,00,00,000 (Rupees Thirty One crores only) divided into 3,10,00,000 Equity Shares of ₹ 10/- (Rupees Ten only) each.”***

**“RESOLVED FURTHER THAT** new equity shares shall rank *pari passu* to the existing equity shares in all respect and that all the provisions contained in the Articles of Association of the Company with reference to the payment of calls and instalments, forfeiture, lien, surrender, transfer, transmission, voting etc., will be applicable to the new equity shares as they are applicable to the already issued equity shares.”

**“RESOLVED FURTHER THAT**, the new set of the Memorandum of Association of the Company, be and is hereby approved and adopted as the Memorandum of Association of the Company in the place and in exclusion and substitution of the existing Memorandum of Association of the Company of which a copy is placed before the meeting, duly initiated by the Chairman of the meeting for the purpose of identification.”

**“RESOLVED FURTHER THAT** all the directors and company secretary of the Company be and are hereby severally authorised to take all steps for giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies, Gujarat at Ahmedabad, make application, file forms, etc., furnish any returns or submit any other documents to any regulatory or

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governmental authorities as may be required, and to sign, execute, amend, deliver all such agreements, documents, papers, deeds, writings or instruments as may be deemed necessary, proper, desirable or expedient, and to give such directions and/or instructions as it may from time to time decide and to accept and give effect to such conditions, modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be prescribed, imposed or required and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be, and to do all such acts, deeds and things as may be required or deemed expedient to implement this resolution and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company.”

“**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.

## 2. ISSUE OF EQUITY SHARES ON RIGHTS BASIS

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 section 62, and other applicable provisions and rules made therein if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force) and in accordance with the provisions of Articles of Association of the Company and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed in granting such approvals, permissions and sanctions which the Board of Directors of the Company (hereinafter referred to as “The Board”) may agree to, at its sole discretion, the consent of the members of the Company be and is hereby accorded to offer/issue/allot upto 6,63,128 Equity Shares of face value of INR 10 (Rupees Ten Only) at a price of INR 120 (Rupees one Hundred and Twenty Only) including premium of INR 110 (Rupees One Hundred and ten Only), aggregating of INR 7,95,75,360/- (Rupees Seven crores Ninety five lacs Seventy five thousand three hundred and sixty Only) Rights basis to the existing Equity Shareholders of the Company, in the ratio of 2:45, i.e. for every existing 45 (Forty five) shares, 2 (Two) new shares is being offered to the existing shareholders of the Company (any fractional rights shares are ignored), which shall comprise of an offering and issue of Equity Shares in proportion to the shares held by them on a record date to be fixed by the Board at a later date, or to such other person or persons (including the promoters of the company who have undertaken to take up such additional shares in case the issue being undersubscribed), who may or may not be the shareholders of the Company, being renounce/(s) in whose favor the rights may be renounced by the respective shareholders provided that the Board may in its absolute discretion reject any such application without assigning any reason whatsoever, for subscription for cash/ cheque/ other mode, ranking pari-passu with the existing Equity Shares in all the respect and at such time or times as the Board at its absolute discretion and in the best interest of the Company may deem fit.”

“**RESOLVED FURTHER THAT** the offer aforesaid shall be made under a Letter (Hereinafter referred to as “the Letter of Offer”) specifying the number of Equity Shares offered and stipulating a time not less than fifteen days or such other period as prescribed under the Act from the date of offer within which time, the offer, if not accepted, will be deemed to have been declined; **AND THAT** after the expiry of the time specified in the Letter of Offer aforesaid or on receipt of earlier intimation from the person to whom such Letter of Offer is given that he declines to accept the Equity Shares offered,

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the Board of Directors may dispose off the shares in such manner as they think most beneficial to the Company.”

“**RESOLVED FURTHER THAT** such of these shares as are not subscribed may be disposed off by the Board thereof to such person/s as the Board in its absolute discretion think most beneficial to the Company including offering or placing them with existing promoters/ employees or such other person/s as the Board/Committee of Directors thereof may in its absolute discretion decide.”

“**RESOLVED FURTHER THAT** the offer aforesaid be made with the option to the Shareholders to apply for Additional Shares **AND THAT** the allotment of Additional Shares to the applicants be made on an equitable basis depending upon the issue being undersubscribed or oversubscribed **AND THAT** if additional equity shares applied for are not allotted, the amount paid on application thereof shall be refunded in due course without interest.”

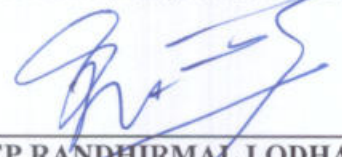
“**RESOLVED FURTHER THAT** if the issue being undersubscribed to the extent of 20% or more of the total issue size, the Board of Directors may cancel the issue and in such case the amount paid on application thereof shall be refunded in due course without interest.”

“**RESOLVED FURTHER THAT** these new Equity Shares allotted by this rights issue will be subject to the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects (including voting rights and rights to dividend) with the existing Equity Shares.”

“**RESOLVED FURTHER THAT** any Director of the Company be and are hereby authorized to sign and file necessary e-forms with Registrar of Companies as may be necessary in this regard.”

**Date: 17.01.2026**  
**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 RANDHIRMAL 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.

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

**Item No. 1**

In view of the proposed Rights issue of the Company, and pursuant to provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations") and other provisions of the applicable law, the Company is proposing to increase its authorised share capital from the existing ₹ 16,00,00,000/- (Rupees Sixteen Crores only) divided into 1,60,00,000 Equity Shares of ₹ 10/- (Rupees Ten only) to ₹ 31,00,00,000/- (Rupees Thirty one Crores only) divided into 3,10,00,000 Equity Shares of ₹ 10/- (Rupees Ten only) by creation and addition of 1,50,00,000 Equity shares of face value of ₹ 10 each. Further, in view of increasing the Authorized Share Capital, it is also necessary to amend Clause V of the Memorandum of Association to increase the Authorized Share Capital from ₹ 16,00,00,000 to ₹ 31,00,00,000.

As per the provisions of Sections 13 & 61 of the Companies Act, 2013, approval of the shareholders is required to be accorded for alteration in the Memorandum of Association and for increasing the Authorized Share Capital of the Company by way of passing a Special Resolution.

Accordingly, the Directors recommend the matter and the resolution set out under Item no. 1 for the approval of the Members by way of passing a Special Resolution.

None of the Directors, Key Managerial Personnel or their relatives are in any way, concerned or interested in the proposed resolution No. 1.

**Item No.2**

The Board of Directors at its meeting held on 17<sup>th</sup> January, 2026 had discussed the current scenario and to expand the business and to set up manufacturing plant and to meet the working capital requirement, the Company needs funds and for that the Board had approved the offer and issuance of equity shares on a rights basis to the existing shareholders of the Company.

In view of the above, your directors propose to issue upto 6,63,128 Equity Shares of face value of INR 10 (Rupees Ten Only) at a price of INR 120 (Rupees one Hundred and Twenty Only) including premium of INR 110 (Rupees One Hundred and ten Only), aggregating of INR 7,95,75,360/- (Rupees Seven crores Ninety five lacs Seventy five thousand three hundred and sixty Only) Rights basis to the existing Equity Shareholders of the Company, in the ratio of 2:45, i.e. for every existing 45 (Forty five) shares, 2 (Two) new shares is being offered (any fractional rights shares are ignored), which shall comprise of an offering and issue of Equity Shares in proportion to the shares held by them on a record date to be fixed by the Board at a later date.

In terms of Section 62 of the Companies Act, 2013 provide that when it is proposed to increase the issued capital of the company by allotment of further shares, such further shares shall be offered to the existing shareholders of the Company in a manner laid down in section 62, unless the Shareholders in a General Meeting decides otherwise.

Accordingly, consent of the shareholders is require for issue upto 6,63,128 Equity Shares of face value of INR 10 (Rupees Ten Only) at a price of INR 120 (Rupees one Hundred and Twenty Only) including premium of INR 110 (Rupees One Hundred and ten Only), aggregating of INR 7,95,75,360/- (Rupees Seven crores Ninety five lacs Seventy five thousand three hundred and sixty Only).

The Board recommends the Special Resolution at Item No.2 of the accompanying Notice for the approval of the Members of the Company.

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None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No. 2 of this Notice, except to the extent of their existing shareholding in the Company.

**Date: 17.01.2026**  
**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 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 Tuesday, 20<sup>th</sup> January, 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

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

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

2. 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 Tuesday, 20th January, 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.

1. Increase in the authorized share capital and amendment of the memorandum of association
2. Issue of further shares on rights basis

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.

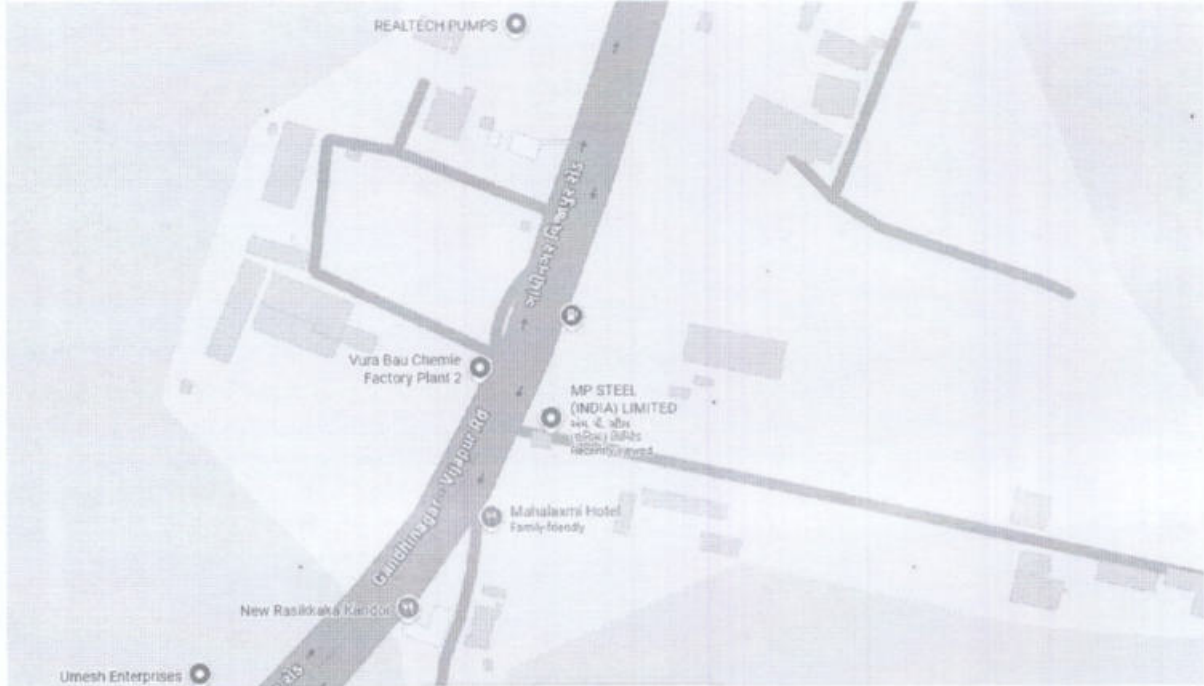
CIN : U28999GJ1998PLC033954

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

**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 TUESDAY, 20<sup>TH</sup> JANUARY, 2026 AT 11:00 A.M AT SURVEY NO 900 NR ASHRAMCHOWKDI VILLAGE-RANASAN TA-VIJAPUR, DIST-MEHSANA, GUJARAT, INDIA, 382870**



**CIN : U28999GJ1998PLC033954**

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