



THE INDIAN STEEL & WIRE PRODUCTS LIMITED

Registered Office: Flat 7 D & E, 7th Floor, Everest House, 46 C
Chowringhee Road, Kolkata - 700071, West Bengal, India
Corporate Identification No. (CIN): U27106WB1935PLC008447
Email: info@iswp.co.in; Website: www.iswp.co.in

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting ('EGM') of Members of The Indian Steel & Wire Products Limited will be held on Wednesday, June 21, 2023, at 11.00 am at Rotary Sadan 94/2 Chowringhee Road, Kolkata - 700020 to transact the following business:

SPECIAL BUSINESS:

1. Increase in the Authorised Share Capital of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 15 of the Companies (Share Capital and Debentures) Rules, 2014 and any other applicable rules framed thereunder (including any amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), and subject to the provisions of the Articles of Association of the Company, consent of the Members be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 7,00,00,000 (Rupees Seven Crore) divided into 70,00,000 (Seventy lakh) Equity Shares of Rs.10/- each to Rs. 26,00,00,000 (Rupees Twenty-Six Crore) divided into 2,60,00,000 (Two Crore Sixty lakh) Equity Shares of Rs. 10/- each, ranking *pari-passu* in all respects with the existing fully paid-up Equity Shares of the Company.

RESOLVED FURTHER THAT Clause 5 of the Memorandum of Association of the Company be altered to read as follows:

5. The Authorised Share Capital of the Company is Rs. 26,00,00,000/- (Rupees Twenty-six Crore) divided into 2,60,00,000 (Two crore and Sixty lakh) Equity Shares of Rs. 10/- each with power to increase or reduce the capital and to divide the shares in the Capital for the time being into several classes and to attach thereto any preferential, deferred or special rights, privileges and conditions.”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution), be and is hereby authorized to take all such actions as may be necessary, desirable or expedient and to do all such necessary acts, deeds and things that may be incidental or pertinent to give effect to the aforesaid resolution(s).”

2. Alteration of Memorandum of Association of the Company.

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 13, 61, 64 and other applicable provisions of the Companies Act, 2013 read with rules framed thereunder (including any statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), the consent of the Members be and is hereby accorded for substituting the existing Clause 5 of the Memorandum of Association of the Company relating with the following new Clause in its place:

“5. Authorised Share Capital

The Authorised Share Capital of the Company is Rs. 26,00,00,000/- (Rupees Twenty-six Crore) divided into 2,60,00,000 (Two crore and Sixty lakh) equity shares of Rs. 10/- each with power to increase or reduce the capital and to divide the shares in the Capital for the time being into several classes and to attach thereto any preferential, deferred or special rights, privileges and conditions.”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution), be and is hereby authorized to take all such actions as may be necessary, desirable or expedient and to do all such necessary acts, deeds and things that may be incidental or pertinent to give effect to the aforesaid resolution(s).”

3. Alteration of Articles of Association of the Company.

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 14, 61, 64 and other applicable provisions of the Companies Act, 2013 read with rules framed thereunder (including any statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), the consent of the Members do and is hereby accorded for alteration of Articles of Association, by substituting the existing Article 3 - Capital with the following new Article 3, in its place:

“3. Authorised Share Capital

The Authorised Share Capital of the Company is Rs. 26,00,00,000/- (Rupees Twenty-six Crore) divided into 2,60,00,000 (Two crore and Sixty lakh) equity shares of Rs. 10/- each.”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution), be and is hereby authorized to take all such actions as may be necessary, desirable or expedient and to do all such necessary acts, deeds and things that may be incidental or pertinent to give effect to the aforesaid resolution(s).”

4. Increase in Borrowing Limits of the Company.

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 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, if any, for the time being in force) and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which term shall include any Committee constituted by the Board to exercise its powers, including powers conferred by this resolution) to borrow from time to time, any sum or sums of monies (including non-fund based facilities) at its discretion for the purpose of the business of the Company, from any one or more Banks and/ or Financial Institutions and/or any other lending institutions in India or abroad and/or Bodies Corporate, whether by way of cash credit, advance, loans or bill discounting, issue of Non-Convertible Debentures/Fully Convertible Debentures/ Partly Convertible Debentures with or without detachable or non-detachable warrants or warrants of any other kind, bonds, external commercial borrowings or other debt instruments, or otherwise and with or without security and upon such terms and conditions as may be considered suitable by the Board, provided that the monies to be borrowed together with the monies already borrowed by the Company (apart from

temporary loans obtained or to be obtained from the Bankers of the Company in the ordinary course of business) shall not at any time exceed the limit of Rs. 1,030 crore (Rupees One Thousand and Thirty crore) or the aggregate of the paid-up capital, free reserves and securities premium account of the Company, whichever is higher.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution), be and is hereby authorized to take all such actions as may be necessary, desirable or expedient and to do all such necessary acts, deeds and things that may be incidental or pertinent to give effect to the aforesaid resolution(s).”

5. Issue, offer and allotment of Equity Shares on a Preferential Basis to Tata Steel Limited.

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 23, 42, 62 of the Companies Act, 2013 read with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and such other applicable provisions, if any, (including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), and the provisions of the Memorandum of Association and the 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 or imposed in granting of such approvals, permissions and sanctions by any of the authorities, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which expression includes any Committee constituted by the Board to exercise its powers, including powers conferred by this resolution) to create, offer, issue and allot, in one or more tranches, up to 1,86,17,830 Equity Shares of face value of ₹10/- each, at a premium of ₹417.01/- each for an amount not exceeding ₹795 crore (Rupees Seven Hundred Ninety Five crore) on preferential allotment on private placement basis to Tata Steel Limited, proposed to be utilized for funding of the Combi-Mill project, on such terms and conditions as set out in the Statement annexed to the Notice convening this meeting.

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted shall rank *pari-passu* in all respects with the existing fully paid-up Equity Shares of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to do all such acts, deeds and things and take all such steps and actions, execute all such deeds, documents and writings and also give such directions and delegations, as it may in its absolute discretion deem fit, including paying such fees and incurring such expenses in relation thereto and file documents, forms, etc. as required with the regulatory/statutory authorities and authorize the officials of the Company for the aforesaid purpose, as may be deemed fit and to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company.”

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 the proxy need not be a member of the company. Proxies in order to be effective must be lodged with the Company at its Registered Office at least 48 hours before the commencement of the meeting. Proxy form is enclosed with the notice.
2. The Explanatory Statement setting out the material facts and reasons for the proposed resolutions concerning the items of Special Business to be transacted at the Extraordinary General Meeting (‘EGM’) and as required under Section 102 of the Companies Act, 2013 is annexed hereto.

3. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send a certified copy of the Board Resolution to the Company authorising their representatives to attend and vote on their behalf at the Meeting of the Company.
4. Members, Proxies and Authorized Representatives are requested to bring duly completed attendance slips along with copies of the EGM Notice to the Meeting.
5. A route map, with prominent landmarks, is enclosed with this notice for easy location of EGM venue. The same has also been published on the website of the Company (www.iswp.co.in).
6. The Company has appointed TSR Darashaw Ltd., Mumbai, as its Registrar and Share Transfer Agent with effect from April 1, 2013. However, the registry wing of TSR Darashaw Limited was demerged into a separate company under the name of 'TSR Darashaw Consultants Private Limited'. Subsequently, the Company has appointed TSR Darashaw Consultants Pvt. Ltd. as its Registrar and Share Transfer Agent through resolution passed by the Board of Directors at its meeting held on July 11, 2019.
7. As per the Companies (Prospectus and Allotment of Securities) Third Amendment Rules, 2019, existing members who hold securities in physical form and intend to transfer the same, can do so only after getting such securities dematerialized. In this regard, the members are hereby informed that the Company has got its equity shares admitted in National Securities Depository Ltd. (NSDL) and Central Depository Services Ltd. (CDSL) for facilitating dematerialization. International Securities Identification Number (ISIN) allotted to the equity shares of the Company is INE07T301017. With a view to facilitate seamless transfer of shares, members are requested to consider converting their shareholding in the Company to dematerialized form. The members may contact the Company or its Registrar and Share Transfer Agent (TSR Darashaw Consultants Pvt. Ltd.) for any assistance on the matter.
8. The related documents as referred to in the Notice, shall be available for inspection by the Members of the Company, without payment of fees up to and including the date of EGM. Members desirous of inspecting the same may send their requests at info@iswp.co.in from their registered e-mail addresses mentioning their names and folio numbers/DP ID and Client ID.
9. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of June 14, 2023 may cast their vote at the EGM. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. 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 voting during the EGM.
10. Members are requested to communicate changes, if any, pertaining to their name, postal address, email address, contact number, nominations, etc. to the Company's Registrar and Share Transfer Agent i.e., TSR Darashaw Consultants Pvt. Ltd.

Registered Office:

Flat - 7 D & E, 7th Floor,
Everest House,
46 C Chowringhee Road, Kolkata - 700071

By Order of the Board

Abhijit Avinash Nanoti
Managing Director
DIN: 10040908

Date: May 25, 2023

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

Pursuant to the provisions of Section 102 of the Companies Act, 2013 (hereinafter referred to as "the Act"), the following Explanatory Statement set out all material facts relating to the business mentioned under item nos. 1 to 5 of the accompanying notice dated May 25, 2023.

Background:

The Board at its meeting held on April 11, 2023 approved the installation of the Combi-Mill of 0.5 MTPA capacity to produce Special Bar and Wire Rods at ISWP (JEMCO Division), Jamshedpur at a cost of Rs 1,270 crore. The Combi-Mill project is envisaged to get 0.5 MTPA of finishing mill capacity and to cater the requirements, forward looking and stringent demands of the big players of passenger vehicles like Maruti, Honda, Toyota etc. and also in the two-wheeler segment.

The Company requires sufficient funds for installation of the Combi-Mill. The proposed funding will be utilized towards working capital, operating cost and capex requirement. These funding requirements is proposed to be met through fund infusion from Tata Steel Limited, in one or more tranches.

The Board of Directors of the Company has at its meeting held on April 21, 2023, approved the funding proposal and have thereby accorded its approval for increase in the authorised share capital and borrowing limits of the Company.

Given the background provided above and after considering the valuation report dated May 22, 2023, as prepared and issued by Omnifin Valuation Services (OPC) P Ltd. having IBBI registration number IBBI/RV-E/01/2022/160, the Board of Directors of the Company, at its meeting held on May 25, 2023 had approved the proposal to offer and issue, on a preferential basis in one or more tranches, 1,86,17,830 equity shares of face value of ₹10/- each at a premium of ₹417.01/- each aggregating up to ₹795 crore to Tata Steel Limited. The Equity Shares to be issued and allotted shall rank pari-passu in all respects with the existing fully paid-up Equity Shares of the Company.

The Company is therefore, seeking approval in accordance with the provisions of Companies Act, 2013 and rules framed thereunder, from the Members of the Company for:

- a. Increase in the Authorised Share Capital of the Company;
- b. Alteration of Memorandum of Association of the Company;
- c. Alteration of Articles of Association of the Company;
- d. Increase in borrowing limits of the Company; and
- e. Issue, offer and allotment of Equity Shares on Preferential Basis to Tata Steel Limited.

Item Nos. 1, 2 & 3:

The existing Authorised Share Capital of the Company is Rs. 7,00,00,000 (Rupees Seven crore only) divided into 70,00,000 (Seventy lakh) Equity shares of Rs. 10/- each and the Paid-up Equity Share Capital of the Company is Rs. 5,99,18,960 (Rupees Five crore Ninety-nine lakh Eighteen thousand Nine hundred and Sixty only) comprising 59,91,896 (Fifty-Nine lakh Ninety-One thousand Eight hundred and Ninety-Six) Equity shares of Rs. 10/- each.

Considering the proposed setting up of 0.5 MTPA Combi-Mill at a project cost of Rs. 1,270 crore and funding requirement for the project, the Company has to raise funds in one or more tranches from Tata Steel Limited ('TSL') through infusion by way of equity for financing the said Project as stated in Item No. 5 of the notice.

The Board of Directors has at its Meeting held on April 21, 2023, approved the increase in Authorised Share Capital of the Company from Rs. 7,00,00,000 (Rupees Seven Crore) divided into 70,00,000 (Seventy lakh) d equity shares to Rs. 26,00,00,000 (Twenty-six Crore) divided into 2,60,00,000 (Twenty-Six Crore) equity shares of Rs. 10/- (Rupees

ten) each ranking *pari-passu* in all respects with the existing fully paid-up Equity Shares of the Company, subject to approval of the Members of the Company.

In view of the above, it is proposed to increase the Authorised Share Capital of the Company by Rs 19,00,00,000 (Rupees Nineteen crore only) comprising 1,90,00,000 (One crore and Ninety lakh) of Equity shares of Rs.10/- each.

The aforesaid increase in the Authorised Share Capital, would entail consequential alteration in the Capital Clause of the Memorandum of Association as well as amendment to the Articles of Association of the Company.

Pursuant to Section 13, 14, 61 and 64 of the Companies Act, 2013, the increase in Authorised Share Capital and the consequential alteration of the Memorandum of Association and the Articles of Association requires approval of the Members of the Company by way of passing an ordinary and a special resolution to that effect.

Accordingly, the approval of the Members is sought to increase the Authorised Share Capital as well as to alter the Capital Clause of the Memorandum of Association and amendment to the Articles of Association of the Company. A copy of the Memorandum of Association and Articles of Association along with the proposed amendments will be open for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the meeting.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Ordinary and Special resolution mentioned at Item Nos. 1, 2 & 3 of the Notice.

The Board recommends the Ordinary Resolution and Special Resolution set forth at Item Nos. 1, 2 & 3 of the Notice for approval of the Members.

Item No. 4:

As per Section 180(1)(c) of the Companies Act, 2013, the Company has a limit of Rs. 136.60 Crore, aggregate of paid-up share capital and free reserves as on March 31, 2022. Out of Rs. 136.60 Crore, the Company has already taken an approval for borrowing of Rs. 37 crore (existing borrowing limit) from the Board at its meeting held on October 24, 2017. As part of its working capital requirement, the Company may have to borrow funds from lenders including Banks/Financial Institution/Non - Financial Institution/Bodies Corporate and shareholders in excess of its paid-up share capital and free reserves of the Company as on date.

However, in order to avail additional borrowing beyond approved limit of Rs. 37 crore, it is proposed to enhance the borrowing limits of the Company up to Rs 1,030 crore (Rs. 430 crore fund based and Rs. 600 Crore non-fund based) from existing approved borrowing limit of Rs. 37 crore (Rs. 30 crore fund based and Rs. 7 crore non-fund based).

Pursuant to Section 180(1)(c) of the Companies Act 2013, the Board of Directors of a Company shall exercise the power to borrow money where the money to be borrowed, together with the money already borrowed by the Company exceeds the aggregate of its paid-up share capital and free reserves (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) only with the consent of the Company by a special resolution. Hence, in order to avail additional borrowing beyond approved limit of Rs. 37 crore, the said borrowing limit needs to be increased and approval of shareholders under section 180(1)(c) of the Companies Act, 2013 by way of Special Resolution is required.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Special resolution mentioned at Item No. 4 of the Notice.

The Board recommends the Special Resolution set forth at Item No. 4 of the Notice for approval of the Members.

Item No. 5:

The Board of Directors of the Company, at its meeting held on May 25, 2023 had approved the proposal to offer and issue 1,86,17,830 equity shares of face value of ₹10/- each at a premium of ₹417.01/- each aggregating up to ₹795 crore to Tata Steel Limited, in one or more tranches, on a preferential basis, through a scheme of private placement based on the valuation report dated May 22, 2023, as prepared and issued by Omnifin Valuation Services (OPC) P Ltd having registration number (IBBI Regd. No.: IBBI/RV-E/01/2022/160). The equity Shares to be issued and allotted shall rank *pari-passu* in all respects with the existing fully paid-up equity shares of the Company.

The proposed funding will be utilized towards meeting the capital requirements of the Combi-Mill project being set up at the premises of the Company.

In terms of Sections 23, 42 and 62 of the Act, read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, a Company making an allotment of shares on preferential / private placement basis is required to obtain the approval of the Members by way of a special resolution for each of such offer or invitation.

Accordingly, the approval of Members is sought under Sections 23, 42, 62 and other applicable provisions, if any, of the Act, read together with the rules made thereunder (to the extent applicable), to enable the Company (hereinafter also called 'Issuer') to make a preferential issue of equity shares for an amount not exceeding ₹795 crore to Tata Steel Limited, on private placement basis, in one or more tranches, on the terms and conditions set out hereunder.

Disclosures as required under Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, applicable for making preferential issue of securities on private placement basis are as follows:

Sr. No.	Particulars	Details
1.	Particulars of the offer including the date of passing of the Board Resolution	The Board at its meeting held on May 25, 2023, approved the issuance of 1,86,17,830 equity shares of face value of ₹10 each at a premium of ₹417.01/- each aggregating up to ₹795 crore to Tata Steel Limited on preferential basis through a scheme of private placement.
2.	Objects of the Issue	The proposed funding will be utilized towards funding of the Combi-Mill project.
3.	Kinds of securities offered and the price at which security is being offered	Equity Shares of face value Rs. 10/- each to be issued at a premium of Rs. 417.01/- each.
4.	Total Number of Securities to be Issued	1,86,17,830 equity shares of face value of ₹10/- each at a premium of ₹417.01/- each aggregating up to ₹795 crore to Tata Steel Limited.
5.	Amount which the Company intends to raise by way of such securities	Up to ₹795 crore from Tata Steel Limited.
6.	The Price or the Price band at/within which the allotment is proposed	1,86,17,830 equity shares of face value of ₹10/- each at a premium of ₹417.01/- each aggregating up to ₹795 crore to Tata Steel Limited.

THE INDIAN STEEL & WIRE PRODUCTS LIMITED

Sr. No.	Particulars	Details																					
7.	Basis or justification for the price / Basis on which the price has been arrived at along with report of the registered valuer	Valuation report dated May 22, 2023 by Omnifin Valuation Services (OPC) P Ltd. having registration number (IBBI Regd. No.: IBBI/RV-E/01/2022/160).																					
8.	Name and address of the valuer who performed the valuation	Omnifin Valuation Services (OPC) P Ltd., Diamond Arcade, #313, 68 Jessore Road, Kolkata - 700055.																					
9.	Relevant date with reference to which the price has been arrived	March 31, 2023																					
10.	The class or classes of person to whom allotment is proposed to be made	Tata Steel Limited, the holding company of the Company (CIN – L27100MH1907PLC000260) is a public listed company and was incorporated on August 26, 1907 under the Indian Companies Act, 1882 and is an existing company under the Companies Act, 2013. The registered office of TSL is situated at Bombay House, 24, Homi Mody Street, Fort, Mumbai 400001, Maharashtra.																					
11.	Intention of Promoter, Directors or Key managerial person to subscribe to the offer	The intention of the Promoter company, Tata Steel Limited in subscribing to the Equity Shares is to provide funds to the Company for setting up the Combi-Mill.																					
12.	The Proposed time within which the allotment shall be completed	The Company shall complete the allotment of equity shares to Tata Steel Limited within a period of 12 months from the date of passing of special resolution by the Shareholders of the Company. Further, allotment of the equity shares shall be done within sixty days from receipt of the application money by the Company.																					
13.	Material Terms of raising of such securities	The Company proposes to issue 1,86,17,830 equity shares of face value of ₹10/- each at a premium of ₹417.01/- each aggregating up to ₹795 crore to Tata Steel Limited.																					
14.	The Name of the proposed allottees and the percentage of post preferential Issue capital that may be held by them:																						
	<table border="1"> <thead> <tr> <th>SN</th> <th>Name of the proposed allottees</th> <th>Present Holding</th> <th>% of the pre-issue capital</th> <th>Present Issue</th> <th>% of post issue capital</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Tata Steel Limited</td> <td>56,92,651</td> <td>95.01%</td> <td>2,43,10,481</td> <td>98.78%</td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>					SN	Name of the proposed allottees	Present Holding	% of the pre-issue capital	Present Issue	% of post issue capital	1.	Tata Steel Limited	56,92,651	95.01%	2,43,10,481	98.78%						
SN	Name of the proposed allottees	Present Holding	% of the pre-issue capital	Present Issue	% of post issue capital																		
1.	Tata Steel Limited	56,92,651	95.01%	2,43,10,481	98.78%																		
15.	The change in control, if any, in the Company that would occur consequent to the Preferential Issue	There will be no change in the control in the Company consequent to the Preferential Issue of Equity Shares.																					

Sr. No.	Particulars	Details			
16.	The number of Persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	Sr. No.	Name of persons	No. of securities	Price (INR)
			NA		
17.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	NA			
18.	The pre-issue and post issue shareholding pattern of the Company in the following format:				
Sr. No.	Category	Pre-Issue		Post-Issue	
		No. of Shares held	% of share holding	No. of Shares held	% of share holding
A.	Promoters Holding:				
1.	Indian:				
	Individual	800	0.01%	800	0.00%
	Bodies Corporate	56,92,651	95.01%	2,43,10,481	98.78%
	Sub Total	56,93,451	95.02%	2,43,11,281	98.79%
2.	Foreign Promoters	-	-		
	Sub Total (A)	56,93,451	95.02%	2,43,11,281	98.79%
B.	Non-Promoters Holding:				
	Institutional Investors				
	- Financial Institutions / Banks	2,833	0.05%	2,833	0.01%
	Non- Institution	-	-	-	-
	Private Corporate Bodies	-	-	-	-
	Directors and relatives	-	-	-	-
	Indian Public	1,07,039	1.79%	1,07,039	0.43%
	Others (including NRIs)	1,88,573	3.14%	1,88,573	0.77%
	Sub Total (B)	2,98,445	4.98%	2,98,445	1.21%
	Grand Total	59,91,896	100%	2,46,09,726	100%

THE INDIAN STEEL & WIRE PRODUCTS LIMITED

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Special resolution mentioned at Item No. 5 of the Notice.

The Board recommends the Special Resolution set forth at Item No. 5 of the Notice for approval of the Members.

Registered Office:

Flat - 7 D & E, 7th Floor,
Everest House,
46 C Chowringhee Road, Kolkata - 700071

Date: May 25, 2023

By Order of the Board

Abhijit Avinash Nanoti
Managing Director
DIN: 10040908

ROUTE MAP OF VENUE OF THE EXTRAORDINARY GENERAL MEETING

Rotary Sadan, 94/2 Chowringhee Road, (near Rabindra Sadan Metro)
Kolkata - 700 020 West Bengal, India



The Indian Steel & Wire Products Limited

Regd. Office : Flat - 7D & E, 7th Floor, Everest House, 46C Chowringhee Road, Kolkata - 700 071

Attendance Slip

I hereby record my presence at the EXTRAORDINARY GENERAL MEETING of the Company at Rotary Sadan, 94/2 Chowringhee Road, Kolkata - 700020.

Member's Folio No.
Name of the attending Member (in block letters)
Name of Proxy (In block letters, to be filled in if the proxy attends instead of the member)
No. of shares held
Signature of the attending member/proxy

NOTES :

1. If you intend to appoint a proxy, please complete the Proxy Form below and deposit it at the Company's Registered Office, at least 48 hours before the meeting.
2. Share/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand it over at the entrance duly filledup and signed.

The Indian Steel & Wire Products Limited

Regd. Office : Flat - 7D & E, 7th Floor, Everest House, 46C Chowringhee Road, Kolkata- 700 071

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 : U27106WB1935PLC008447

Name of the company : The Indian Steel & Wire Products Limited

Registered Office : Flat - 7D & E, 7th Floor, Everest House, 46C Chowringhee Road, Kolkata - 700 071

Name of the member (s) : Registered Address : E-mail Id : Folio No. :
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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 :..... |
|--|--|

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on June 21, 2023 at 11.00 a.m. at Rotary Sadan, 94/2 Chowringhee Road, Kolkata - 700020 and at any adjournment thereof.

Signed on this.....day of.....2023

Affix Revenue Stamp

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.