



SATHAVAHANA ISPAT LIMITED

CIN:L27109TG1989PLC010654

Regd. Office: 314, Sri Ramakrishna Towers, Nagarjuna Nagar, Hyderabad – 500 073
Corp. Office: 505, 5th Floor, Block 1, Divyashakti Complex, Ameerpet, Hyderabad – 500 016
Phone: 04023730812/3/4; email: sathavahana@eth.net Web: www.sathavahana.com

NOTICE OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013

Dear Members,

Notice is hereby given, pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the “Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, that the resolutions appended below are proposed to be passed by way of Postal Ballot/e-Voting.

The proposed Special Resolutions and Explanatory Statement pertaining to the said resolutions setting out all material facts concerning each resolution and the reasons thereto is annexed hereto for your consideration. The Postal Ballot Form for voting by you as shareholder of the Company is also enclosed. The Company has appointed Shri D. Hanumanta Raju, Partner of D.Hanumanta Raju & Co., Practicing Company Secretaries, Hyderabad as Scrutinizer for conducting this Postal Ballot voting process in a fair and transparent manner.

In compliance with Clause 35B of the Listing Agreement and provisions of Section 110 of the Act read with the Rules made thereunder, the Company facilitated to provide Electronic Voting (“e-voting”) facility as an alternate, to all its Members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility to its Members. It may be noted that e-voting is optional. In case a Member has voted through e-voting facility, he/she is not required to send the physical Postal Ballot Form. In case a Member votes through e-voting facility as well as sends his/her vote through physical vote, the vote cast through e-voting shall only be considered and the voting through physical Postal Ballot shall not be considered by the Scrutinizer.

The e-voting facility is available at the link <https://www.evotingindia.co.in>. Please refer the guidance and instructions for e-voting given in the Notes after the Proposed Resolutions for step-by-step process and manner in which e-voting can be carried out.

The Scrutinizer will submit his report to the Chairman or any other Director of the Company after the completion of the scrutiny of the postal ballots (including e-voting). The Chairman or any other Director of the Company will announce the results on Tuesday, 30th September, 2014 at 11.00 a.m. at the Corporate Office of the Company at Sathavahana Ispat Limited, 505, 5th Floor, Block 1, Divyashakti Complex, Ameerpet, Hyderabad – 500 016. The said results would also be displayed at the notice board of the Registered / Corporate Office of the Company, intimated to the Stock Exchanges where the Company’s shares are listed, published in the newspaper and displayed on the Company’s website viz. www.sathavahana.com.

By Order of the Board
For Sathavahana Ispat Limited

A.Naresh Kumar
Managing Director
(DIN:00112566)

Place: Hyderabad
Date: August 14, 2014

SPECIAL BUSINESS:

1. Creation of Security:

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

“RESOLVED THAT in supersession of the Ordinary Resolution passed by the members in this regard on 30th September 2004, the consent of the Company be and is hereby granted, in terms of Section 180(1)(a) and all other applicable provisions of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force) and any rules made there under from time to time, to the Board of Directors to mortgage and/or charge either as first charge or second or subsequent /subservient charge in addition to the mortgages/charges already created and / or to be created by the Company in such form and manner including Hypothecation, encumbrances, mortgage, charge etc., and with such ranking and at such time and on such terms as the Board may determine, on all, or any of the immovable and/or movable properties (save and except of book debts) of the Company, both present and future and / or the whole or any part of the undertaking(s) of the Company together with the power to take over the management of the business and concern of the Company in the events of defaults, in favour of the Qualified Institutional Buyers, Indian Financial

Institutions, Mutual Funds or any Bodies Corporate/Lenders Financial Institutions, Banks, other Lender(s), Agent(s) and Trustee(s), person(s), entities (hereinafter referred to solely or collectively as 'Lenders') which give, provide or extend loans/facilities for securing the borrowings of the Company availed / to be availed, by way of Loan(s)/Working Capital facilities/Deferred Payment Guarantees or any other guarantees/Equipment Finance/Asset Credit Schemes and other securities comprising Convertible/Non-convertible Debentures/Bonds, Foreign Currency Bonds (FCBs), Foreign Currency Convertible Bonds (FCCBs), External Commercial Borrowings (ECBs), issue of Securities/Bonds/Warrants/any other debt instrument either in foreign currency or rupee currency or other debt instruments issued/to be issued by the Company from time to time to the Lenders subject to an aggregate sum of Rs.2,500 crores (Rupees Two Thousand five hundred Crores only) together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation/revaluation/fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s)/Heads of Agreement(s), Debenture Trust Deed(s) or any other document, entered into/or may be entered into between the Company and the Lenders in respect of the said loans, borrowings / debentures and containing such specific terms and conditions and covenants in respect of the enforcement of security as may be stipulated in that behalf by the Lenders and agreed to by / or between the Lenders and the Board of Directors or any Committee thereof."

"RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board/committee of Directors be and is hereby authorised and empowered to enter into, sign, seal and execute and deliver such arrangements, assignments, conveyances, covenants, contracts and to finalise, settle and execute such documents/deeds/writings/papers/other instruments/agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to creating mortgages/charges as aforesaid without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution."

2. **Borrowing Powers:**

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

"RESOLVED THAT in supersession of the Ordinary Resolution passed by the members in this regard on 15th December 2010 the consent of the Company be and is hereby accorded to the Board of Directors of the Company in terms of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force) and Rules made there under, to borrow periodically from time to time for the purpose of the business of the Company such sums of money, including without limitation, from any Banks and/or public financial institutions as defined under Section 2(72) of the Companies Act, 2013 and/or any foreign financial institution(s) foreign banks and/or any entity/entities or authority/authorities and/or through trade credits, Securities including FCCBs, FCBs, ECBs, instruments such as floating rate notes, fixed rate notes, syndicated loans, debentures, commercial papers, long term loans, short term loans or any other instruments, etc. and/or through credit from official agencies and/or by way of commercial borrowings from the private sector window of multilateral financial institution(s), either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board of Directors for an aggregate amount not exceeding at any given point of time Rs.2,500 Crores (Rupees two Thousand Five Hundred Crores only) notwithstanding that monies so borrowed and / or loans availed together with the monies already borrowed and / or loans availed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed for the time being of the aggregate of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose."

"RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board/committee of Directors be and is hereby authorised and empowered to enter into, sign, seal and execute and deliver such arrangements, assignments, conveyances, covenants, contracts and to finalise, settle and execute such documents/deeds/writings/papers/other instruments/agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to borrowing funds by creating any mortgage/charge as aforesaid without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution."

3. **Appointment of Dr. M. Sreerama Mohan Rao as Small Shareholder Director:**

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

"RESOLVED THAT Dr. M. Sreerama Mohan Rao (DIN:05113980) who has submitted a declaration that he meets the criteria for Small Shareholder Director as provided in Section 151 and 152 of the Companies Act

2013 and who is eligible for appointment pursuant to the provisions of Sections 160, 149, 151 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, and in respect of whom the Company has received notice under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as Small Shareholder Director of the Company for a period of three years effective from 1st October, 2014 to 30th September 2017.”

By Order of the Board
For Sathavahana Ispat Limited

Place: Hyderabad
Date: August 14, 2014

A.Naresh Kumar
Managing Director
(DIN:00112566)

CIN:L27109TG1989PLC010654
Regd. Office: 314, Sri Ramakrishna Towers,
Nagarjuna Nagar, Hyderabad – 500 073

NOTES:

1. The Explanatory Statement and reasons for the proposed Special Resolutions pursuant to Section 102 of the Companies Act 2013 and clause 49 of the listing agreements with respect to appointment of Director, setting out material facts are appended to the Notice.
2. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members / list of Beneficial Owners received from National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL) as on 15th August, 2014.
3. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on 15th August, 2014.
4. Resolutions passed by the members through Postal Ballot are deemed to have been passed effectively at a general meeting of the members. The Special Resolution shall be declared as passed if the number of votes cast in favour of the Special Resolution is not less than three times the number of votes cast against the Special Resolution.
5. In compliance with provisions of Section 108 of the Companies Act 2013 read with the Rules made there under and Clause 35B of the Equity Listing Agreements entered into, the Company is facilitating e-voting option for its members to enable them to cast their votes electronically. Members have option to vote either through e-voting or through the physical Postal Ballot Form. If a member has opted for e-voting, then he/she should not vote by physical Postal Ballot also and vice-versa. However, in case members cast their vote both via physical Postal Ballot and e-voting, then voting through e-voting shall prevail and voting done by Postal Ballot shall be treated as invalid. For this purpose, the Company has signed an agreement with the Central Depository Services (India) Limited (“CDSL”) for facilitating e-voting.

GUIDANCE AND INSTRUCTIONS TO THE MEMBERS FOR VOTING:

I. VOTING THROUGH PHYSICAL BALLOT FORM:

1. A member desiring to exercise vote by Postal ballot shall fill in and complete in all respects the enclosed Postal ballot Form duly check (✓) marked with assent (for) or dissent (against) and sign and send the same to the Scrutinizer in the enclosed self-addressed Business Reply Envelope.
2. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballots, if sent by courier or by Registered Post at the expense of the Member will also be accepted. The envelopes may also be deposited personally at the address given thereon.
3. The Postal Ballot Form, duly completed and signed should be returned in the enclosed self-addressed postage prepaid envelope so as to reach the Scrutinizer before the close of working hours on or before 27th September, 2014. Any Postal Ballot Form received after last date (after 6.00 P.M. on 27th September 2014) shall be treated as if the reply from the shareholders had not been received.
4. The members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted.

II. Voting electronically:

Voting electronically is facilitated through e voting module of Central Depository Systems (India) Limited that can be accessed on <https://www.evotingindia.co.in>

The voting period begins on 28th August 2014 (10.00 hrs.) and ends on 27th September 2014 (18.00 hrs.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 15th August 2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter (i.e.18.00 hrs., 27th September 2014).

1. Login to e-Voting and voting electronically:

- 1.1. Double click on the Internet Explorer Icon located on the desktop and launch the web browser. Type the following address in the address bar <https://www.evotingindia.co.in> and click on “Enter” key.
- 1.2. Click on SHAREHOLDERS and enter your User id (For NSDL :- 8 Character DP ID followed by 8 Digits Client ID / For CDSL :- 16 digits beneficiary ID / For Members holding shares in Physical Form - Folio Number registered with the Company) & then enter the Captcha Code as displayed and click on Login.
- 1.3. Enter your PAN & at least one detail amongst Bank Account Number and DOB or Date Of Inc. has to be mentioned. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

| | |
|-----------------------|--|
| PAN | <ul style="list-style-type: none">• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. |
| DOB | Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format. |
| Dividend Bank Details | Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction 1.2 |

Kindly provide your details as available on the demat account / folio number provided, then click on submit.

- 1.4. The system will mandate for demat account holder to change their initial password. Password should be minimum 8 characters long. Enter the password of your choice which you wish to keep for e-Voting purpose. Confirm the Password and then click on Submit.
- 1.5. If you are holding shares in Demat form and had logged on to <https://www.evotingindia.co.in> and casted your vote earlier for EVSN of any company, then your existing password is to be used. So after you enter the User ID and Captcha Code and click on Login you will directed directly to the screen to enter your password.
- 1.6. The System will check the EVSN for which you are eligible to vote on the day you have logged in. Click on the EVSN for which you wish to vote for.
- 1.7. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 1.8. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 1.9. Click on the EVSN for the Company name Sathavahana Ispat Limited (AGM), which you choose to vote.

2. To cast your vote:

- 2.1. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/ NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 2.2. Read the Resolution Description carefully. In case you want to refer to the entire resolution file, click on “Resolution file” link.
- 2.3. The total number of securities you hold is already mentioned in the system. Select whether you assent or dissent for a resolution.
- 2.4. Repeat the voting process for all the resolutions on which you want to vote.
- 2.5. You can either vote on all the resolutions in one login or vote partially on certain resolutions.
- 2.6. Click on Submit.
- 2.7. You will see a dialog box stating ‘Are you sure, you wish to Confirm your vote?’.
- 2.8. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- 2.9. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- 2.10. Once you confirm, dialog box showing "Vote have successfully recorded. Do you wish to print current voting status?" would appear.
- 2.11. If you wish to take print out of voting done by you then click on OK and you can take out the print out. If you do not wish to take print out then click on Cancel then a dialog box "Thank you for using evoting system".
- 2.12. Click **OK** again.
- 2.13. You will be directed to your login home page you can vote for the remaining resolutions or you can re-login later to cast your vote for the remaining resolutions till the expiry of the voting period. The resolutions against which you have cast your vote will not be available for voting but would contain a message in the Choice field.
- 2.14. Select the decision for the resolution for which you have not voted as yet and click on Submit.
- 2.15. Click on OK if you wish to confirm your vote.
- 2.16. The user can re-login after casting his/her vote with the user id and password provided to them any number of times.
- 2.17. If you do not wish to vote after logging in you can simply Logout.

2.18. Note for Non-Individual Shareholders & Custodians:

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates and Custodians respectively.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

3. Reset Password

- 3.1. For Demat Account Holders - If you have forgotten your password to login to the e-Voting system and wish to vote on resolutions proposed by your company. The Forgot Password would enable you to login.
- 3.2. After you select Enter the User ID and Captcha Code click on Forgot Password.
- 3.3. After you click on Forgot Password, Enter your PAN and any one detail from Email id, Mobile No, Bank Account Number or DOB or Date of Inc. Please note if your Email id, Mobile No. is uploaded in the Master file by the Company / RTA then you will be able to enter details in this field otherwise this fields will not be editable. After entering the details click on submit.
- 3.4. If you enter your email ID the re-set password will be come to your email id, If you enter your Mobile no. then an SMS will come informing you about the re-set password.
- 3.5. In case your Email id and Mobile No. is not editable then you can enter either your Bank Account Number or DOB or Date of Inc. Once you enter this details click on submit a dialog box showing "Credentials validated. You can change the password now. A new window will open up to allow you to change the password."
- 3.6. Click on OK you will be directed to the change password screen. Enter the New Password of your choice and confirm the same.

4. Frequently asked questions:

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

5. GENERAL:

1. Members are requested to register their e-mail id with Registrar and Transfer Agent (RTA), being XL Softech Systems Limited (Unit: Sathavahana Ispat Limited), Plot No.3, Sagar Society, Road No.2, Banjara Hills, Hyderabad – 500 034 Phone: +91-40-23545913 Fax +91-40-23553214 Email: xlfield@gmail.com Website: www.xlsoftech.com
2. The e-voting module will be disabled by CDSL for evoting immediately after the last date and time given herein above.
3. Voting can be exercised only by the shareholder or his/her duly constituted attorney or in case of bodies corporate or non-individuals, the duly authorized person.
4. Shareholders holding shares either in physical form or in dematerialized form may cast their vote electronically.

**Explanatory Statement for Resolutions Nos.1 to 3 pursuant to Section 102 of the Companies Act, 2013
(hereinafter referred to as the "Act"):**

Resolutions No.1 & 2:

At the 15th Annual General Meeting held on 30th September 2004 the members of the company in terms of section 293 (1) (a) of the Companies Act 1956 have accorded their approval by way of Ordinary Resolution for creating security by way of charge and / or mortgage on the movable and immovable assets of the company both present and future in a sum not exceeding Rs.500 crores to the lenders to the Company.

Further, at the Extraordinary General Meeting held on 15th December 2010 the members of the Company in terms of section 293 (1) (d) have accorded their approval by way of Ordinary Resolution for borrowal (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) in excess of the paid up capital and free reserves amounting in aggregate to Rs.1000 crores.

Due to continuous growth in the business of the company the limits so set earlier for borrowal and creation of security by mortgage and /or charge may not be sufficient. Moreover, consequent to the enactment of Companies Act 2013, the approvals accorded by way of Ordinary Resolution for borrowal, creating charge and / or mortgage for such borrowal on movable and /or immovable assets of the Company as above would be required to be approved by way of Special Resolution only. The borrowings of the Company in general are required to be secured from time to time by creation security by way of mortgage and / or charge on all or any of the movable or immovable property/assets of the Company in such form and manner as may be required by the lenders and acceptable to the Board of Directors of the Company. Mortgaging or creating charge by the Company of its assets to secure the funds borrowed from time to time within the overall limits of borrowing powers delegated to the Board of Directors, may be construed as disposal of the Company's undertaking within the meaning of Section 180(1)(a) of the Companies Act, 2013.

It is therefore considered necessary for the Members to authorise the Board to create security by way of mortgage and / or charge on Company's assets in the manner proposed in the resolution to secure the funds borrowed by the Company from time to time. Your Directors accordingly commend increase in the borrowing powers to Rs.2500 Crores (Rupees Two Thousand Five Hundred Crores only) and providing security for an equivalent amount of Rs.2500 crores (Rupees Two Thousand Five Hundred Crores only) in connection with the borrowings, as set out in Resolution No.1 & 2 for approval of the members.

Hence, with a view to increase the borrowing capacity of the company and to create security for such borrowals so as to meet growing business needs of the Company and in order to ensure compliance with the changed provisions on borrowings and creation of security under the Companies Act, 2013, the consent of the members is hereby requested by way of proposed Special Resolution(s).

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the resolutions set out at item Nos.1 & 2.

The Board of Directors in the interests of the Company commends the resolution for your approval.

Resolution No.3:

A member of the company, pursuant to Section 160 of the Companies Act 2013, has proposed the candidature of Dr. M. Sreerama Mohan Rao for appointment as a Director on the Board of the Company and the Company has opted suo motu to appoint him as a Small Shareholder Director in pursuance of the provisions of Section 151 of the Companies Act 2013 and Companies (Appointment and Qualification of Directors) Rules 2014.

Dr Sreerama Mohan Rao is a post graduate in Science and holds a Ph.D., in Agriculture Physics. He was Head and Principal Scientist with ICAR, Soil & Water conservation Research Centre, Bellary, Acting Director during 1992-94 Central Soil and water Cons. Research & Training Institute, ICAR, Dehradun and handled several other consultancy assignments for Government of Karnataka, Andhra Pradesh in the Management of Natural Resources, Sujala Water Sheds, Community based Tank Management, WASH cost Project, Watershed Development etc., He has been conferred upon twice Awards for Watershed Management by National Productivity Council, New Delhi. He has also been awarded Dr. K.G.Tejawani Award for excellence in Research and Training and development program for Natural Resources Management. He holds 500 equity shares.

As per the provisions of Section 151 of the Companies Act 2013, a Small Shareholder Director shall hold office for a term up to three consecutive years on the Board of a Company and is not liable to retire by rotation.

Dr. Sreerama Mohan Rao has given a declaration to the Board that he meets the criteria as provided under Sections 151, 152 of the Companies Act 2013.

Statement given by the appointee is as under :

I, Shri M. Sreerama Mohan Rao hereby state and declare that :

1. My Director Identification Number is: 05118980.
2. I am not disqualified to become a Director under the provisions of Companies Act 2013, and
3. I consent to act as a Director of Sathavahana Ispat Limited.

Yours faithfully,

Sd/-

M. Sreerama Mohan Rao

In the opinion of the Board Dr. Sreerama Mohan Rao fulfils the conditions specified in the said Act and the Rules made thereunder for appointment as Small Shareholder Director and he shall be the nominee of the shareholders.

The matter regarding appointment of Dr. Sreerama Mohan Rao as Small Shareholder Director was placed before the Nomination & Remuneration Committee, which commended his appointment as a Small Shareholder Director from 01.10.2014 to 30.09.2017.

In compliance with the provisions of Sections 149, 151, 152 and other applicable provisions, if any, of the Companies Act 2013 and Rules made there under, the appointment of Dr. Sreerama Mohan Rao as Small Shareholder Director is now being placed before the Members in Annual General Meeting for their approval.

The terms and conditions of appointment of Small Shareholder Directors shall be open for inspection by the Members at the Registered Office during normal business hours on any working day of the Company.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the resolutions set out at item No.3.

The Board of Directors in the interests of the stakeholders commends the resolution for your approval.

DETAILS OF DIRECTOR SEEKING APPOINTMENT BY POSTAL BALLOT (IN PURSUANCE OF CLAUSE 49 OF THE LISTING AGREEMENTS)

| | |
|---|---|
| NAME OF DIRECTOR / DIN | DR. M. SREERAMA MOHAN RAO DIN:05113980 |
| DATE OF BIRTH | 08.12.1942 |
| DATE OF APPOINTMENT | W.E.F. 01.10.2014 |
| QUALIFICATIONS | M.SC., PH.D (AG. PHYSICS) |
| EXPERTISE IN SPECIFIC FUNCTIONAL AREAS | OVER 40 YEARS EXPERIENCE IN RESEARCH AND TRAINING, CONSULTANCY. |
| LIST OF COMPANIES IN WHICH OUTSIDE DIRECTORSHIP HELD AS ON 31 ST MARCH, 2014. | BIOCENTRIC RESEARCH & CONSULTANCIES PRIVATE LIMITED |
| CHAIRMAN / MEMBER OF THE COMMITTEES OF THE BOARD OF THE OTHER COMPANIES IN WHICH HE IS A DIRECTOR AS ON 31 ST MARCH, 2014. | NIL |
| NO.SHARES HELD | 500 |

By Order of the Board
For Sathavahana Ispat Limited

Place: Hyderabad
Date: August 14, 2014

A.Naresh Kumar
Managing Director
(DIN:00112566)

CIN:L27109TG1989PLC010654
Regd. Office: 314, Sri Ramakrishna Towers,
Nagarjuna Nagar, Hyderabad – 500 073

- Encl: 1. Ballot Paper
2. Self-addressed postage pre-paid envelope.

BOOK POST
PRINTED MATTER



If undelivered, please return to :

SATHAVAHANA ISPAT LIMITED

CIN:L27109TG1989PLC010654

Corp. Office: 505, 5th Floor, Block 1, Divyashakti Complex,
Ameerpet, Hyderabad – 500 016