GIL/DEL/2020-21
August 18, 2020

To,
The Manager
Bombay Stock Exchange Limited
Floor 25, P.J. Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 533265

To,
The Manager
National Stock Exchange of India Limited
"EXCHANGE PLAZA"
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051
Scrip Code: GALLISPAT

Dear Sir/Madam,

SUB: NOTICE OF 16TH ANNUAL GENERAL MEETING, BOOK CLOSURE AND EVOTING

NOTICE is hereby given that the 16th Annual General Meeting (AGM) of the Members of the Company will be held on Thursday, the 10th September, 2020 at 11:30 A.M. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Notice of the Meeting setting out the businesses to be transacted thereat and the Annual Report for the year ended 31st March 2020 has been sent through email to the Members whose email addresses have been registered with the Company/Depositories in accordance with the circular issued by Ministry of Corporate Affairs (MCA) dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') and SEBI Circular dated May 12, 2020. The Annual Report for the financial year 2019-20 and AGM Notice is available and can be downloaded from the Company’s website https://www.gallantt.com, website of the Stock Exchanges i.e. BSE Limited at https://www.bseindia.com; NSE at https://www.nseindia.com and the website of National Securities Depository Limited (NSDL) https://www.evoting.nsdl.com.

NOTICE is also hereby given pursuant to Section 91 of the Companies Act, 2013 read
with applicable Rules and Regulation 42 of SEBI, (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the Register of Members and Share Transfer Book of the Company shall remain closed from Friday, the 4th day of September, 2020 to Thursday, the 10th day of September, 2020 (both days inclusive) for the purpose of Annual General Meeting of the Company to be held on Thursday, the 10th day of September, 2020.

Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI, (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing its members facility to exercise their right to vote on resolutions proposed to be passed in the 16th Annual General Meeting (meeting) of the Company. The Company is providing remote e-voting facility to all its Members to cast their votes on all resolutions set out in the Notice of the AGM. Additionally, the Company is providing facility of voting through e-voting system during the AGM. The Company has engaged the services of National Securities Depository Limited (NSDL) as the agency to provide e-voting facility.

(A) The communication relating to remote e-voting inter alia containing User ID and password along with the Notice convening the meeting, has been sent to the members. The Notice of the Meeting is also available on the website of the Company at www.gallantt.com and on the website of NSDL at www.evoting.nsdl.com and on the website of the Stock Exchanges on which the Equity Shares of the Company are listed.

(B) The remote e-voting facility shall commence on 7th September, 2020 (9:00 am) and ends on 9th September, 2020 (5:00 pm). The remote e-voting module shall be disabled for voting thereafter.

(C) A person, whose name appears in the register of Members / Beneficial owners as on the cut-off date i.e. 3rd September, 2020 only shall be entitled to avail the facility of remote e-voting as well as voting during the meeting.

(D) Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or nitesh@gallantt.com.
(E) The members who have cast their vote by remote e-voting may join the meeting through VC / OAVM but shall not be entitled to cast their vote again.

(F) Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

(G) The detailed procedure for remote e-voting, voting during the time of AGM and participation in the AGM through VC/OAVM is provided in the Notice of the AGM.

In case of any query / grievances relating to the voting by electronic means, the Members / Beneficial Owners may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of https://www.evoting.nsdl.com or contact NSDL by email at evoting@nsdl.co.in or call on 1800 222 990.

For GALLANTT ISPAT LIMITED

Nitesh Kumar
(CS & COMPLIANCE OFFICER)
M. No. F7496

Encl: As above
1. To consider and adopt the Audited Standalone Ordinary Business: transact the following business:

Conferencing (VC) / Other Audio Visual Means (OAVM), to 10th September, 2020 at 11.30 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, the Audited Consolidated Financial Statements of the Company for the said financial year and the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Santosh Kumar Agrawal (DIN: 01045228), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES

3. To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2021 and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof), and subject to the necessary registration approvals, consents, permissions and sanctions required, if any, by the jurisdictional Registrar of Companies, and any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authorities, which terms, conditions, amendments or modifications, the Board of Directors (hereinafter referred to as “the Board”), which term shall include any of its duly authorised Committees or one or more Directors is authorised to accept as it may deem fit, Clause III A of the Memorandum of Association, in relation to the main objects to be pursued by the Company on its incorporation, be and is hereby amended to read as under:

After Clause III 6 a new Clause 7 shall be inserted in the Main Object Clause which is as under:

Clause 7: To develop, produce, manufacture, treat, process, refine, export, import, purchase, sale and generally to deal in and to act as brokers, agents, stockist, distributors, suppliers, commission agents of all kinds of cements (whether ordinary, white, coloured, Portland, pozzolana, alumina, blast furnaces, silica, sagol or otherwise) cement products of any description, such as asbestos cement, building pipes, irrigation pipes, reinforced cement, cement concrete spun pipes, asbestos cement pressure pipes, fittings, asbestos, cement sheets, poles, slabs, blocks, garden wears, cement boards, mosaic and terrazzo, tiles, ceramic products, allied products, goods, substances, material, articles, things, chemicals, compounds, accessories and appliances connected with the aforesaid product.

“RESOLVED FURTHER THAT the Board and/or the Company Secretary be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution”.

4. To consider and approve Alteration of Main Objects to be Pursued by the Company – Main Objects Clause of Memorandum of Association of the Company by addition in new clause in the Main Object Clause and if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), and subject to the necessary registration approvals, consents, permissions and sanctions required, if any, by the jurisdictional Registrar of Companies, and any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authorities, which terms, conditions, amendments or modifications, the Board of Directors (hereinafter referred to as “the Board”), which term shall include any of its duly authorised Committees or one or more Directors is authorised to accept as it may deem fit, Clause III A of the Memorandum of Association, in relation to the main objects to be pursued by the Company on its incorporation, be and is hereby amended to read as under:

For Gallantt Ispat Limited

Nitesh Kumar

Date: June 29, 2020
Place: Kolkata

(Company Secretary)

M.N. F7496
Notice (Contd.)

Notes:

1. In view of the prevailing COVID-19 pandemic, the Ministry of Corporate Affairs (the “MCA”) vide its General Circulars No. 14/2020, No. 17/2020 and No. 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively (hereinafter, collectively referred to as the “MCA Circulars”) read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, has allowed companies to conduct their Annual General Meetings through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), thereby, dispensing with the requirement of physical attendance of the members at their AGM and accordingly, the 16th Annual General Meeting (the “AGM” or the “Meeting”) of Gallantt Ispat Limited (the “Company”) will be held through VC or OAVM in compliance with the said circulars and the relevant provisions of the Companies Act, 2013 (as amended) (the “Act”) and Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the “Listing Regulations”). Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

2. Keeping the convenience of the Members positioned in different time zones, the Meeting has been scheduled at 11:30 A.M. IST.


However, in pursuance of Section 113 of the Act and Rules framed thereunder, the corporate members are entitled to appoint authorized representatives for the purpose of voting through remote e-Voting or for the participation and e-Voting during the AGM, through VC or OAVM. Institutional Shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Power of Attorney / appropriate Authorization Letter together with attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at tanmayks@gmail.com with a copy marked to evoting@nsdl.co.in

4. Since the AGM will be held through VC or OAVM, no Route Map is being provided with the Notice.

5. In case of Joint-holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

6. Explanatory Statement pursuant to Section 102 of the Act and Rules framed thereunder, in respect of the Special Business under Item No. 3 and 4 is annexed hereto. The recommendation of the Board of Directors of the Company (the “Board”) in terms of Regulation 17(11) of the Listing Regulations is also provided in the said Statement. Necessary information of the Directors seeking re-appointment at the AGM as required under Regulation 36(3) of the Listing Regulations and the Revised Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is also appended to the Notice.

7. Dispatch of Annual Report through E-mail

In accordance with the MCA Circulars and the said SEBI Circular dated May 12, 2020, the Notice alongwith the Annual Report of the Company for the financial year ended March 31, 2020, will be sent only through e-mail, to those Members whose e-mail addresses are registered with the Company or the Registrar and Share Transfer Agent (the “RTA”), i.e., M/s. Niche Technologies Private Limited or the Depository Participant(s). The Notice and the Annual Report for the financial year ended March 31, 2020 shall be available on the websites of the Company viz., www.gallantt.com and of the Stock Exchanges where Equity Shares of the Company are listed. The Notice shall also be available on the e-Voting website of the agency engaged for providing e-Voting facility, i.e., National Securities Depository Limited (NSDL), viz., www.evoting.nsdl.com

8. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key
Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

11. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.gallantt.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.


13. INSTRUCTION FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC OR OAVM

• Members will be able to attend the AGM through VC or OAVM or view the live webcast of the AGM provided by NSDL at https://www.evoting.nsdl.com by using their remote e-Voting login credentials and selecting the EVEN for the AGM.

• Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

• Members are encouraged to join the Meeting through Laptops for better experience.

• Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

• Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

• Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at nitesh@gallantt.com.

• Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at nitesh@gallantt.com. The same will be replied by the company suitably.

• Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

14. THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
Notice (Contd.)

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

15. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Monday, September 07, 2020 at 9:00 A.M. and ends on Wednesday, September 09, 2020 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.

3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

<table>
<thead>
<tr>
<th>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</th>
<th>Your User ID is:</th>
</tr>
</thead>
<tbody>
<tr>
<td>a) For Members who hold shares in demat account with NSDL.</td>
<td>8 Character DP ID followed by 8 Digit Client ID</td>
</tr>
<tr>
<td>For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300<em><strong>12</strong></em>***.</td>
<td></td>
</tr>
<tr>
<td>b) For Members who hold shares in demat account with CDSL.</td>
<td>16 Digit Beneficiary ID</td>
</tr>
<tr>
<td>For example if your Beneficiary ID is 12*************** then your user ID is 12***************</td>
<td></td>
</tr>
<tr>
<td>c) For Members holding shares in Physical Form.</td>
<td>EVEN Number followed by Folio Number registered with the company</td>
</tr>
<tr>
<td>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</td>
<td></td>
</tr>
</tbody>
</table>

5. Your password details are given below:

   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.

   c) How to retrieve your ‘initial password’?

      (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client
ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your ‘User ID’ and your ‘initial password’.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

a) Click on “Forgot User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) “Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.

3. Select “EVEN” of company for which you wish to cast your vote.

4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

6. Upon confirmation, the message “Vote cast successfully” will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to tanmayks@gmail.comwith a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or "Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Mr. VikramJha) at evoting@nsdl.co.in. For any further assistance, you may contact Mr. Jyotimoy Banerjee, Investors Relations Manager at Telephone No. 033-22895796.
Notice (Contd.)

16. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E-MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

   • In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to nitesh@gallantt.com.
   
   • In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to nitesh@gallantt.com.
   
   • Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

17. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, with respect to the Special Businesses as set out in Item No. 3 and 4 are annexed hereto. Additional Information, pursuant to Para 1.2.5 of SS-2 (“Secretarial Standard on General Meetings”) and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of re-appointment of Mr. Santosh Kumar Agrawal at the 16th Annual General Meeting is also annexed hereto.

18. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 04, 2020 to Thursday, September 10, 2020 (both days inclusive) for the purposes of the Annual General Meeting. Board of Directors has not recommended Dividend for the Financial Year 2019-20.

19. The Securities and Exchange Board of India (SEBI) vide its Circular No. CIR/MRD/DI/10/2013 dated March 21, 2013 has mandated all Companies to use approved electronic mode of payment for making cash payments such as dividend to the Members (where core banking details are available) or to print the bank account details of the Members (as per the Company’s records) on the physical payment instruments (in case where the core banking details are not available or electronic payment instructions have failed or rejected by the Bank). Hence, the Members are requested to furnish/ update their bank account name & branch, bank account number and account type along with other core banking details such as MICR (Magnetic Ink Character Recognition), IFSC (Indian Financial System Code) etc. at the earliest with:

   i. The respective Depository Participants (DP) (in case of the shares held in Electronic Mode) or;
   
   ii. The Registrar & Share Transfer Agent of the Company (R&T Agent) (in case of the shares held in Physical form).

20. Members holding shares in demat mode may kindly note that any request for change of address or change of E-mail ID or change in bank particulars/ mandates or registration of nomination are to be instructed to their Depository Participant only, as the Company or its Registrar & Share Transfer Agent cannot act on any such request received directly from the Members holding shares in demat mode. However, Members holding shares in physical mode are requested to notify the Registrar & Share Transfer Agent of the Company of any change in their address and e-mail id as soon as possible.

21. Members are requested to contact the Company’s Registrar & Share Transfer Agent Niche Technologies Pvt. Ltd. 7th Floor, Room, No. 7A & 7B, 3A, Auckland Rd, Elgin, Kolkata, West Bengal – 700017. Tel.: (033) 2280 6616 / 17 / 18 Email id: nichetechpl@nichetechpl.com; Website: www.nichetechpl.com for reply to their queries/redressal of complaints, if any, or contact Mr. Nitesh Kumar, Company Secretary at the Registered Office of the Company (Phone No.: +91-11-41645392; Email: nitesh@gallantt.com).

22. Members, who have not yet encashed their dividend warrants for the financial year ended March 31, 2013, 2014, 2015, 2016, 2017, 2018 or Interim Dividend 2018-19 are requested to make their claim to the Company’s Registrar & Share Transfer Agent immediately.

23. Members may avail the facility of nomination by nominating a person to whom their shares in the Company shall vest in the event of their death. The prescribed form can be obtained from the Company’s Registrar & Share Transfer Agent.

24. Members who hold shares in physical form in multiple folios in identical names or joint names in the same order of names are requested to send the share certificates to the Company’s Registrar & Share Transfer Agent for consolidation into single folio.
Notice (Contd.)

25. Since, the securities of the Company are traded compulsorily in dematerialized form as per SEBI mandate, Members holding shares in physical form are requested to get their shares dematerialized at the earliest.

26. In keeping with the Ministry of Corporate Affairs’ Green Initiative measures, the Company hereby requests the Members who have not registered their email addresses so far, to register their email addresses for receiving all communication including annual report, notices, circulars etc. from the Company electronically.

27. All documents referred to in the Notice and the Explanatory Statement shall be made available for inspection by the Members of the Company, without payment of fees upto and including the date of AGM. Members desirous of inspecting the same may send their requests at nitesh@gallantt.com from their registered e-mail addresses mentioning their names and folio numbers / demat account numbers. During the AGM, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Act shall be made available for inspection upon login at NSDL e-Voting system at https://www.evoting.nsdl.com

28. In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has engaged the services of National Securities Depository Limited (NSDL) to provide the facility of voting by electronic voting system to all the Members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the aforesaid Meeting. The facility of casting the votes by the Members using such electronic voting system from a place other than venue of the AGM (“remote e-voting”) is being provided by NSDL.

29. The voting rights of Members shall be in proportion to their shares of the total paid up equity share capital of the Company as on the cut-off date. The remote e-Voting period will commence on Monday, September 07, 2020 (9:00 A.M. IST) and will end on Wednesday, September 09, 2020 (5:00 P.M. IST). During this period, the Members of the Company, holding shares either in physical or dematerialized mode, as on the cut-off date, i.e., Thursday, September 03, 2020, may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter.

30. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice of the Meeting and holding shares as of the cut-off date i.e. September 03, 2020, needs to refer the instruction above regarding login ID and password and may contact the Company or R&T Agent for any query or assistance in this regard. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

31. Only those Members who are present in the Meeting through VC or OAVM facility and have not cast their votes on resolutions through remote e-Voting and are otherwise not barred from doing so, shall be allowed to vote through e-Voting system during the AGM. However, Members who would have cast their votes by remote e-Voting may attend the Meeting, but shall neither be allowed to change it subsequently nor cast votes again during the Meeting and accordingly, their presence shall also be counted for the purpose of quorum under Section 103 of the Act. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, September 03, 2020 being the cut-off date, are entitled to vote on the Resolutions set forth in the Notice. The voting rights of the Members shall be in proportion to their share(s) of the paid-up equity share capital of the Company as on the cut-off date. A person who is not a member as on the cut-off date, i.e., Thursday, September 03, 2020 should treat this Notice for information purpose only.

32. The Board of Directors has appointed CS Tanmay Kumar Saha, (FCS : 8847/C.P. No.: 11918), or failing whom, such other practicing company secretary as the Board of Directors of the Company may appoint, as the Scrutinizer for scrutinizing the process of remote e-Voting and also e-Voting during the Meeting in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of the Meeting, count the votes cast at the Meeting and thereafter, unblock the votes cast through remote e-Voting in presence of at least two witnesses not in employment of the Company and submit a Consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, not later than 48 hours after the conclusion of the Meeting. Thereafter, the Results of e-Voting shall be declared forthwith by the Chairman or by any other director/person duly authorised in this regard. The Results declared along with the Report of the
Notice (Contd.)

Scrutinizer shall be placed on the Company’s website (www.gallantt.com) and on the e-Voting website of NSDL (www.evoting.nsdl.com) immediately after the results are declared and shall simultaneously be communicated to the Stock Exchanges where the equity shares of the Company are listed. The results declared along with the said Report shall also be made available for atleast 3 days on the Notice Board of the Company at its Registered Office in New Delhi and at the Corporate Office in Kolkata.

33. Subject to the receipt of requisite number of votes, the businesses mentioned in the Notice / the resolution(s) forming part of the Notice shall be deemed to be passed on the date of the AGM, i.e., Thursday, September 10, 2020.

34. Members holding shares in physical mode or whose e-mail addresses are not registered, may cast their votes through e-Voting system, after registering their e-mail addresses by sending the following documents to the Company at nitesh@gallantt.com or to the RTA at nichetechpl@nichetechpl.com:

(i) Scanned copy of a signed request letter, mentioning the name, folio number / demat account details & number of shares held and complete postal address;

(ii) Self-attested scanned copy of PAN Card; and

(iii) Self-attested scanned copy of any document (such as AADHAAR card / latest Electricity Bill / latest Telephone Bill / Driving License / Passport / Voter ID Card / Bank Passbook particulars) in support of the postal address of the Member as registered against their shareholding.

Members, who hold shares in physical mode and already having valid e-mail addresses registered with the Company / the RTA, need not take any further action in this regard.

35. The Company had released an Advertisement dated July 06, 2020 in National Daily viz., Business Standard and Vernacular daily Hindi viz., Metro Media for transferring unclaimed shares of the Company to Investor Education and Protection Fund (IEPF) Account as per Section 124(6) of the Companies Act, 2013. The Company has also sent individual communication dated July 06, 2020 to the concerned shareholders whose dividend remains unpaid or unclaimed for period of Seven (7) consecutive years since 2013, at their registered address and shares are liable to be transferred to IEPF account under the aforesaid Rules, for taking appropriate action(s) by the shareholder concerned. The Complete details of unpaid or unclaimed dividends and shares due for transfer are available on the website of the Company i.e., www.gallantt.com. For any communication, the shareholders may also send requests to the Company Secretary e-mail IDs: nitesh@gallantt.com

For Gallantt Ispat Limited

Nitesh Kumar

Date: June 29, 2020

(Company Secretary)

Place: Kolkata

M.N. F7496
Explanatory statement pursuant to the provisions of Section 102 of the Companies Act, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO. 3

The Board of Directors at its meeting held on May 25, 2020 appointed M/s. U. Tiwari & Associates, Cost Accountants (Firm Registration No. 23872), as the Cost Auditor for audit of the cost accounting records of the Company for the financial year ending 31st March, 2021, at a remuneration amounting to ₹ 50,000 (Rupees Fifty Thousand only) excluding out of pocket expenses, if any. In terms of the provisions of Section 148 (3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor shall be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for approving the Ordinary Resolution as set out in Item No. 3 for ratification by the shareholders at the ensuing Annual General Meeting of the Company.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Ordinary Resolution as set out at Item No. 3 of this Notice. The Board recommends the resolutions set forth in item no. 3 for the approval of Members by way of Ordinary Resolution.

ITEM NO. 4

The Company is presently engaged in the business of Iron & Steel, Power, Agro Products and Real Estate. Company has established base of business network of dealers, distributors and customers over the decades. Steel and Cement both the segment are of same line business linking to infrastructures and construction activities. The infrastructure creation continues to be one of the major priorities of the State Governments as well as Government of India and thereby infrastructure space is likely to see significant activity which augurs well for cement demand. The main factors that lead to a significant increase in demand for cement are new infrastructure developments and the growing needs of the increasing middle class in India especially in Uttar Pradesh, Bihar, Jharkhand and Delhi. The construction, automobile and manufacturing sectors will attract a high demand for cement over the next decade. The renewed importance given by Government on affordable housing, roads, sagarmala projects and other infrastructure projects are expected to create cement demand, this will augur well for cement industry also.

The business activities of cement discussed hereinabove can be conveniently and advantageously combined with the existing business of the Company. In order to elaborate and clarify the existing business of the Company and to enable the Company to undertake this additional business, it is proposed to amend the Main Objects Clause of the Memorandum of Association of the Company.

The Board of Directors at its meeting held on 29th June, 2020 decided to alter main object clause in the Memorandum of Association in order to elaborate the present business and to enable the Company to carry out the above new line of business in addition to its existing business. By virtue of Section 13 of the Companies Act, 2013 approval of members by way of special resolution is a pre-requisite to amend the objects clause of the Company and thus your approval is sought for the same.

The existing main object clause and proposed addition of one more clause in the main object clause are given below:

<table>
<thead>
<tr>
<th>Existing Main Objects</th>
<th>New Objects to be added as Clause 7</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. To carry on the business as manufacturers, processors, converters, producers,</td>
<td>7: To develop, produce, manufacture, treat, process, refine, export, import, purchase, sale and</td>
</tr>
<tr>
<td>producers, exporters, traders, dealers, distributors, stockists, buyers, sellers,</td>
<td>generally to deal in and to act as brokers, agents, stockist, distributors, suppliers,</td>
</tr>
<tr>
<td>agents or merchants in all kinds and forms of iron and steel including sponge iron,</td>
<td>commission agents of all kinds of cements (whether ordinary, white, coloured, Portland, pozzolana,</td>
</tr>
<tr>
<td>pig iron, hot rolling &amp; cold rolling steel strips, ingots, billets, mild, high carbon,</td>
<td>alumina, blast, furnaces, silica, sagol or otherwise) cement products of any description, such</td>
</tr>
<tr>
<td>spring, high speed, tool, alloy, stainless steels, iron-metals and blooms, slabs,</td>
<td>as asbestos cement, building pipes, irrigation pipes, reinforced cement, cement concrete</td>
</tr>
<tr>
<td>bars, joists, rods, squares, structuralss, tubes, poles, flanges, beams, joints,</td>
<td>spun pipes, asbestos cement pressure pipes, fittings, asbestos, cement sheets, poles, slabs,</td>
</tr>
<tr>
<td>pipes sheets casting, wires, rails, rolling materials, rollers etc semi-manufactured</td>
<td>blocks, garden wears, cement boards, mosaic and terrazzo, tiles, ceramic products, allied products,</td>
</tr>
<tr>
<td>and other materials made usually or partly of iron, steel alloys and metal products</td>
<td>goods, substances, material, articles, things, chemicals, compounds, accessories and appliances</td>
</tr>
<tr>
<td></td>
<td>connected with the aforesaid product.</td>
</tr>
</tbody>
</table>
## Notice (Contd.)

<table>
<thead>
<tr>
<th>Existing Main Objects</th>
<th>New Objects to be added as Clause 7</th>
</tr>
</thead>
<tbody>
<tr>
<td>required in or used for industrial, defence, agricultural, transport, commercial, domestic, building power transmission and/or construction purposes including the rerolling activity and the activity of generation of power for captive consumption and/or for sale/transmission.</td>
<td></td>
</tr>
<tr>
<td>2. To carry on business as manufacturers, processors, importers, exporters, and dealers in all kinds of minerals like ferrous, copper, zinc, aluminium, coal etc. including the mining activity.</td>
<td></td>
</tr>
<tr>
<td>3. To manufacture, deal, import and export in ferrous and non-ferrous metals, ferro alloys, ferro silicon, ferro chrome-ferro manganese etc., sheets and other ferrous substances and metals of every description and grades and to manufacture, deal, import and export in all kinds and varieties of non-ferrous raw metals such as aluminium, copper, tin, lead etc. and the by-products obtained in processing and manufacturing these raw metals and to carry on the business of engineers, metal workers, millwrights, smiths, metallurgists and to act as engineering consultants and designers, importers, and exporters of technology.</td>
<td></td>
</tr>
<tr>
<td>4. To carry on business as manufacturers, processors, importers, exporters, and dealers in all kinds of casting products, iron and steel goods and as iron-masters, iron founders, iron-workers, steel makers, electric etc. and blast furnaces proprietors, brass founders and metal makers refiners and workers generally iron and steel converters, smiths, tin plate makers, manufacturers of industrial, agricultural and other fittings, parts and all kinds of machineries, accessories, tools and implements, boiler and steam generating plant makers, metallurgists.</td>
<td></td>
</tr>
<tr>
<td>5. To carry on business of millers in all its branches and to set up mills for milling wheat, gram and other grains and cereals, dal, besan, maida, atta, suji and other allied products and to manufacture any bye-products, food products, such as biscuits, flakes, dalia and confectionery from flours of all kinds and set up factories or mills for the manufacture thereof and to carry on the business of producing, extracting, refining, storing, exporting, importing, transporting and dealing in flours of all kinds whatsoever and to run flour mills of any kind including rice mills for separation of musk, bran for preparation of flours or other products therefrom to carry on the business of manufacturing, buying, selling, importing, exporting and dealing in textiles, cotton, silk,</td>
<td></td>
</tr>
<tr>
<td>Existing Main Objects</td>
<td>New Objects to be added as Clause 7</td>
</tr>
<tr>
<td>--------------------------------------------------------------------------------------</td>
<td>-------------------------------------</td>
</tr>
<tr>
<td>art silk, rayon, nylon, viscose, synthetic fibers, staple fibers, polyester, worsted wool, hemp and other fiber materials, yarn, cloth, linen, rayon and other goods or merchandise whether textile felted, netted or looped.</td>
<td></td>
</tr>
</tbody>
</table>
| 6. To carry on the business activities as developers of land, colonies, sheds, buildings, structures, residential plots, commercial plots, industrial plots and sheds, roads, bridges, channels, culverts and to act as architect, designers, contractors, sub-contractors, for all types of constructions and developments work for private sector, government departments, semi government departments, development authorities and to develop the sites and plots and to carry on the business activities of acquirer, purchaser, repurchase, let out, lease, sell, exchange, hire or otherwise all types of land, and properties of any tenure or any interest in the same or to erect and construct houses, building, multi-stories, or work for every descriptions on any land of the company or upon other land or property and to pull down re-build, enlarge, alter, and improve, existing houses, buildings, or work thereon and to purchasing and selling of houses and plots free hold or other house property, building, or lands or interest, household articles and other products of other companies in the installments, network scheme or otherwise. |}

The Memorandum of Association of the Company, proposed to be amended as stated above, is being uploaded on the Company’s website www.gallantt.com for perusal by the shareholders. A copy of the altered Memorandum of Association is also available for inspection at the Registered Office of the Company during office hours on any working day, upto and including the date of the Annual General Meeting.

None of the Directors, Key Managerial Personnel of Company and their relatives are in any way, deemed to be concerned or interested financially or otherwise in the

Special Resolution as set out at Item No. 4 of the Notice.

The Board recommends the resolution as set out at Item No. 4 of the Notice for approval by the shareholders.

For Gallantt Ispat Limited

Nitesh Kumar

Date: June 29, 2020

(Company Secretary)

M.N. F7496
**INFORMATION RELATING TO THE RE-APPOINTMENT OF MR. SANTOSH KUMAR AGRAWAL, WHOLE-TIME DIRECTOR AT THE 16TH ANNUAL GENERAL MEETING** [Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Revised Secretarial Standard on General Meetings (SS-2) issued by the ICSI]

<table>
<thead>
<tr>
<th>Name of the Director</th>
<th>Mr. Santosh Kumar Agrawal</th>
</tr>
</thead>
<tbody>
<tr>
<td>Director Identification No.</td>
<td>01045228</td>
</tr>
<tr>
<td>Father’s Name</td>
<td>Late Govind Prasad Agrawal</td>
</tr>
<tr>
<td>Designation of Director and Category</td>
<td>Director (Sales &amp; Marketing), Executive Director</td>
</tr>
<tr>
<td>Date of Birth/Age</td>
<td>21.07.1951/ 69 Years</td>
</tr>
<tr>
<td>Nationality</td>
<td>Indian</td>
</tr>
<tr>
<td>Date of first Appointment</td>
<td>10.07.2014</td>
</tr>
<tr>
<td>Terms and Conditions of Appointment</td>
<td>As per the Agreement dated 30.03.2019</td>
</tr>
<tr>
<td>Brief Profile and expertise in specific functional areas</td>
<td>Mr. Santosh Kumar Agrawal holds a Master Degree in Chemistry from Gorakhpur University, Uttar Pradesh. Mr. Santosh Kumar Agrawal has started his career years back and having experience of 45 years in the Steel and Agro Industries. Mr. Santosh Kumar Agrawal was closely associated with Govind Mills Limited (amalgamated with Gallantit Udyog Limited) and during his tenure of service, Govind Mills Limited achieved a high level of turnover and growth. He has served Gallantit Udyog Limited in the capacity of Managing Director. He was looking after operations of the agro manufacturing facility of the Company apart from sales and marketing of the Company. During this period and under his Directorship, the Company has completed and achieved various targets and plans and the Company achieved higher levels of growth. Apart from the above, he has actively offered his consultancy in setting up of the operations of our Company and guided the project management team since inception.</td>
</tr>
<tr>
<td>Qualification</td>
<td>M. Sc. (H)</td>
</tr>
<tr>
<td>Directorship held in other Companies</td>
<td>NIL</td>
</tr>
<tr>
<td>Membership / Chairmanship of Committees of other Boards</td>
<td>NIL</td>
</tr>
<tr>
<td>None Relationships with other Directors, Manager and Key Managerial Personnel of the Company</td>
<td>Brother of Mr. Chandra Prakash Agrawal, Chairman and Managing Director and Mr. Prem Prakash Agrawal, Whole-time Director. Uncle of Mr. Mayank Agrawal, CEO.</td>
</tr>
<tr>
<td>Number of Board Meetings attended during the year</td>
<td>5</td>
</tr>
<tr>
<td>Remuneration drawn in financial year 2019-20 (including sitting fees, if any)</td>
<td>₹ 34.00 Lacs</td>
</tr>
<tr>
<td>Number of shares held in the Company</td>
<td>22,07,080</td>
</tr>
</tbody>
</table>