

# PIOMBINO STEEL LIMITED

Regd Office: 6<sup>th</sup> Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098

Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

## **AGM NOTICE**

**Notice** is hereby given that the **06<sup>th</sup> Annual General Meeting** of the Shareholders of **Piombino Steel Limited** is scheduled to be held on Friday, July 19, 2024 at 04:30 pm at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Standalone Financial Statements (Audited Balance Sheet, Statement of Profit & Loss and Cash Flow Statement) for the year ended 31st March, 2024, together with the Reports of the Board of Directors and the Auditors thereon, and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon as circulated to the Members be and are hereby received, considered and adopted".

2. To appoint a Director in place of Mr. Anil Kumar Singh (DIN 02059903), who retires by rotation and being eligible, offers himself for re-appointment, and in this regard, to consider and if thought fit, to pass the following resolution as **Ordinary Resolution**:

**"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Anil Kumar Singh (DIN 02059903), who retires by rotation as a Director at this Annual General Meeting, and being eligible, offer himself for re-appointment, be and is hereby re-appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation".

3. Re-appointment of M/s. Shah Gupta & Co., Chartered Accountants, as Statutory Auditors of the Company for a further period of 5 years

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 Sections 139, 140, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant

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to the recommendations of the Audit Committee, M/s. Shah Gupta & Co., (Firm Registration No.109574W) be and are hereby re-appointed as Statutory Auditors of the Company for a second term of five years to hold office from the conclusion of 6<sup>th</sup> Annual General Meeting till the conclusion of 11<sup>th</sup> Annual General Meeting on such remuneration plus taxes and reimbursement of out of pocket expenses as may be incurred by them in connection with audit of accounts of the Company, as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to settle any questions, difficulty or doubt, that may arise and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this Resolution."

**By Order of the Board  
For Piombino Steel Limited**

**Alok Kumar Mishra**

Company Secretary & Compliance Officer  
Membership No.: A-15967

**Place:** Mumbai

**Date:** May 07, 2024

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## NOTES FOR MEMBERS' ATTENTION:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument(s) appointing the proxy, if any, shall be deposited at the Registered Office of the Company at 6<sup>th</sup> Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098 by not less than forty-eight (48) hours before the commencement of the Meeting and in default, the instrument of proxy shall be treated as invalid. Proxies shall not have any right to speak at the meeting.

2. Members/Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slip along with their copy of the Annual Report to the Meeting.
3. In case of Joint Holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. Members who hold shares in dematerialised form are requested to write their DP ID and Client ID number(s) and those who hold share(s) in physical form are requested to write their Folio Number(s) in the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
5. Corporate Members are entitled to appoint authorized representatives to attend the AGM and vote on their behalf. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned certified copy (PDF/JPG Format) of their Board or governing body's Resolution/Authorisation, authorising their representative to attend the AGM and vote on their behalf.
6. The statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of the business under Item Nos. 2 to 4 set out above and clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, in respect of the persons seeking appointment/ re-appointment as Director at the AGM, is annexed hereto.
7. In compliance with MCA Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20 dated May 5, 2020, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members

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whose email addresses are registered with the Company. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website at <https://www.jsw.in/group/piombino-steel-limited>.

8. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice or statement will be available for inspection at the Registered office of the Company during all working day from 11.00 A.M to 1.00 P.M. till the date of Annual General Meeting.
9. Members having any queries relating to the Annual Report are requested to send their question at the registered office of the Company at least 7 days before the date of Annual General Meeting.
10. Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty-four (24) hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than three (3) days in writing of the intention to inspect the proxies lodged shall be required to be provided to the Company.
11. Route Map is annexed to this Notice.

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## ANNEXURE TO NOTICE:

### **DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTH COMING ANNUAL GENERAL MEETING**

(Pursuant to Clause 1.2.5 of the Secretarial Standard-2)

Name of the Director	Mr. Anil Kumar Singh
Date of Birth	12 <sup>th</sup> May 1965
Date of first Appointment on the Board	01.12.2021
Qualification	Master Degree in Business Administration and Doctorate in Inventory Management.
Experience/ Expertise in specific functional areas/Brief resume of the Director	He is an industry veteran with over three decades of experience in critical and pivotal positions in reputed organizations. He has been instrumental and driving force in completing all strategic greenfield and brownfield projects in various units of JSW Steel Ltd. well ahead of time, budget with highest quality standards. He is very resourceful in managing excellent relationship with government and society.
Terms & conditions of appointment / re-appointment	Tenure as a Director is subject to retirement of Directors by rotation in terms of Section 152 of the Companies Act, 2013.
Details of remuneration sought to be paid and remuneration last drawn.	NIL
Remuneration proposed	NIL
Disclosure of Relationship with other Directors, Manager and Key Managerial Personnel of the Company.	Not inter-se related to any other Director, or Key Managerial Personnel. The Company does not have a Manager.
Number of meetings of the Board of Directors attended during the F.Y. 2023-24.	5 out of 5

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Other Directorships held as on 31.03.2023	1. Rohne Coal Company Pvt Ltd 2. JSW Jharkhand Steel Ltd 3. Peddar Realty Pvt Ltd 4. Bhushan Power & Steel Limited 5. JSW Utkal Steel Ltd
Chairman/Membership of Committees in other Indian Public Limited Companies as on 31.03.2024* (C = Chairman; M = Member)	Audit Committee Bhushan Power & Steel Limited – Special Invitee
Shareholding in the Company.	NIL

\*only two Committees namely, Audit Committee, Stakeholders Relationship Committee have been considered.

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## Route Map to JSW Centre



