



STEEL PRODUCTS LTD.

Regd. Office : 96 Garden Reach Road, Kolkata - 700 023

CIN : L27109WB1917PLC002880

Ph.: (033) 2459 7878 • E-mail : steelpro@steelpro.co.in • Website: www.steelpro.co.in

NOTICE is hereby given that the 128th Annual General Meeting of the Members of Steel Products Limited [L27109WB1917PLC002880] will be held on Thursday, the 25th day of September, 2025 at the Registered Office of the Company at 96, Garden Reach Road, Kolkata 700023, at 11:00 AM to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2025, and the Statement of the Profit & Loss Account and the Cash Flow Statement for the year ended on that date, along with the Directors' Report and the Auditors' Report thereon.
2. To appoint a Director in place of Mrs. Madhulika Khaitan (DIN: 00220076), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. To consider appointment of M/s. Ashok Kumar Daga, Company Secretary in practice as Secretarial Auditors for a period of five consecutive years i.e., F.Y 2025-26 to F.Y 2029-30 and fix their remuneration.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), other applicable laws/statutory provisions, if any, as amended from time to time, M/s. Ashok Kumar Daga, Company Secretary in practice, Kolkata (Membership No.: 2699) be and are hereby appointed as Secretarial Auditors of the Company for a term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors;

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper or expedient to give effect to the above resolution."

Registered Office:
96, Garden Reach Road
Kolkata – 700 023

Dated : 30.05.2025

By Order of the Board

Hemant Kumar Khaitan
Managing Director
DIN: 00220049



NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. Pursuant to Section 105 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 a person shall not act as proxy for more than fifty (50) members and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

Proxies, to be effective, must be received by the Company not less than 48 hours before the commencement of the Meeting.

Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

2. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Explanatory Statement") in relation to the Special Businesses to be transacted at the Meeting is annexed hereto and forms part of this Notice convening this AGM.
3. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Directors seeking re-appointment/Appointment at the Annual General Meeting is furnished as annexure to the Notice.
4. Pursuant to Section 91 of the Companies Act, 2013 read with Companies (Management & Administration) Rules 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members/Register of Beneficiaries and Share Transfer Books of the Company shall remain closed from **19-09-2025 to 25-09-2025**, (both days inclusive).
5. The Company's Equity Shares are available for dematerialization with Central Depository Services (India) Limited and the ISIN No. is INE313E01011.
6. As per SEDI directives securities of listed Companies can be transferred only in dematerialised form with effect from April 1, 2019. Members holding shares in physical forms are advised to dematerialise their shares.
7. Members are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.
8. 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.
9. In accordance with Section 20 of the Companies Act, 2013 service of documents on Members by a Company is allowed through electronic mode. Accordingly, as a part of green Initiative, soft copy of the Annual Report 2024-25 is being sent to all the members whose email address is registered with the Company/Depository Participant(s) unless any member has requested for a hardcopy of the same.





10. In compliance with the Circulars, the Integrated Annual Report for 2024-25, the Notice of the 128th AGM, and instructions for e-voting are being sent through electronic mode to those members whose email addresses are registered with the Company / depository participant(s) (DP). A letter providing the web-link for accessing the Integrated Annual report, including the exact path, will be sent to those members who have not registered their email address with the Company.
11. Members are requested to convert their Share(s) lying in physical form to the Demat form for easy transferability of Shares. For any help the Shareholders may contact the Compliance Officer at email id. accounts@steelpro.co.in.

Voting through electronic means

1. In compliance with provisions of Section 108 of the Companies Act, 2013, 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 provides to its Members, the facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
2. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through Ballot Paper.
3. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their Vote again.
4. The remote e-voting period commences on 22-09-2025(10:00 am) and ends on 24-09-2025 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 18-09-2025, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
5. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL[for Members whose email IDs are registered with the Company/Depository Participants(s)] :
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL:
<https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder – Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

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- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "Name of the company".
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to daga.ashok@gmail.com with a copy marked to evoting@nsdl.co.in
- (B) In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN
134957		Existing Password

- (i) Please follow all steps from Serial Number (ii) to Serial Number (xii) above, to cast vote.
6. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
7. If you are already registered with NDSL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com.

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8. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
9. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 18.09.2025.
10. Any person, who acquires Shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 18.09.2025, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or [Issuer](#).
11. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
12. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
13. ASHOK KUMAR DAGA, Practicing Company Secretary (Membership No. FCS 2699) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
14. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "remote e-voting" or "Ballot Paper" or "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
15. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
16. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.steelpro.co.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the CSE Limited, Kolkata.
17. **Voting at Annual General Meeting (AGM):** Members holding shares either in physical form or in dematerialized form whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the CUT OFF DATE which is 18th, September 2025 and who have not cast their votes electronically through remote E-voting, will be entitled to vote on the business and all resolutions set forth in this Notice at the venue of the Annual General Meeting (AGM). Voting at the AGM venue will commence after the Chairman explains the procedure for voting to be followed and formally announces the commencement of Voting at the AGM venue. Members will be informed of the procedure for Voting at the venue and will be assisted by representatives of the Registrars and Share Transfer Agents and supervised by the Scrutinizer. For Voting purposes ballot papers will be provided separately at the AGM venue only to the Member and where there are Joint Holders, only to the first named Joint holder. Proxies will not be allowed to speak at the AGM. A proxy



can vote only if the Member himself is not present at the meeting. Members who have cast their vote by remote E-voting prior to the Annual General Meeting may attend the meeting but shall not be entitled to cast their vote again.

18. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Notice and Annual Report and other communication through electronic mode to those members who have registered their e-mail addresses either with the Company or with Depository Participant(s). Members who have not registered their e-mail addresses may now register the same. Members holding shares in de-mat form are requested to register their e-mail address with their Depository Participant(s) only.
19. In compliance with MCA Circulars and SEBI Circulars, Notice of AGM including details and instructions for remote e-voting/ e-voting and the Annual Report for the FY 2024-25 of the Company consisting of Financial Statements including Auditors' Report, Board's Report and related Annexures attached therewith (Collectively referred to as "Annual Report 2024-25" or "Annual Report") are being sent only through Electronic mode to those members whose e-mail addresses are registered with the Registrar and Share Transfer Agents ("RTA")/ Company/ Depository Participants and no physical copy of said documents are being sent to any member. Members may note that Notice of the 128TH, AGM, details and instructions for remote e-voting/ e-voting and the Annual Report of the Company for the year ended 31st March, 2025 consisting of Financial Statements including Auditors' Report, Board's Report and related Annexures attached therewith are also uploaded on the Company's website www.steelpro.co.in and may be accessed by the members.

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EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item Nos. 3:

The Board of Directors of the Company at its meeting held on 30th May 2025, based on the recommendation of the Audit Committee and after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of M/s. Ashok Kumar Daga, Company Secretary in practice, Kolkata (Memebership No: 2699), as the Secretarial Auditor of the Company for a period of five (5) consecutive years from F.Y 2025-26 till F.Y 2029-30, subject to approval of the Members, at such remuneration as may be mutually agreed between the Board and the Secretarial Auditor.

M/s. Ashok Kumar Daga, has provided their consent for appointment as the Secretarial Auditor of the Company subject to the approval of the members of the Company and have also confirmed that they are not disqualified to be appointed as the Secretarial Auditors in terms of Regulation 24A(1A) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the provisions of the Companies Secretaries Act, 1980 and the rules and regulation made thereunder.

M/s. Ashok Kumar Daga, Company Secretary is a peer reviewed sole proprietorship firm with vast experience of over three decades in corporate and allied matters.

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

The Board recommends the Ordinary Resolution set out at Item No.3 of the Notice of AGM for approval by the members.

Registered Office:
96, Garden Reach Road
Kolkata – 700 023

Dated : 30.05.2025

By Order of the Board

Hemant Kumar Khaitan
Managing Director
DIN: 00220049



**DETAILS OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT AT
THE 128TH ANNUAL GENERAL MEETING**

(In Pursuance of Regulation 36(3) of SEBI Listing Regulations)

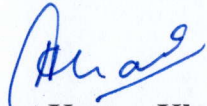
Name Of Director	MRS.MADHULIKA KHAITAN
Date Of Birth	13.08.1953
Date Of Appointment On The Board	10.09.2014
Qualification	M.A.
Expertise	Business
Directorships Held In Other Public Companies Including Private Companies Which Are Subsidiaries Of Public Companies	PARICHAY MANAGEMENT PVT LTD
Memberships/ Chairmanships of Committees across other companies in which he/she is a director	NA
Memberships/ Chairmanships of Committees in the company	NA
Shareholding in the Company	213814
Relationship with other Directors	SPOUSE of Mr. Hemant Kumar Khaitan, Managing Director.

**Registered Office
96 GARDEN REACH ROAD
KOLKATA WB 700023 IN**

DATE: 30th May, 2025

PLACE- KOLKATA

**By Order of the Board of Directors
Steel Products Ltd**


**Hemant Kumar Khaitan
(Director)
DIN- 00220049**



ATTENDANCE SLIP

Annual General Meeting, Thursday, the 25th September 2025 at 11.00 A.M. at 96, Garden Reach Road, KOLKATA-700023

Name of the Shareholder	
Address	
Registered Folio/ DP ID & Client ID	
No of Shares held	
Name of the Proxy / Authorised Representative, if any	

I / We hereby record my / our presence at the ANNUAL GENERAL MEETING of the Company to be held on Thursday, the 25th September 2025 at 11:00 A.M at **96, GARDEN REACH ROAD, KOLKATA-700023**

Signature of Shareholder/ Proxy/Authorised Representative

Note: The Member/Proxy must bring this Attendance Slip to the Meeting, duly completed and signed, and hand over the same at the venue entrance.

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FORM NO. MGT-11

Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 and
Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
E-mail ID	
Folio No. / *DP-ID & Client	

*Applicable for Investors holding shares in electronic form.

I / We, being the member (s) of shares of the above named Company, hereby appoint:

1.	Name:	Address:
	E-mail Id:	Signature:

Or falling him

2.	Name:	Address:
	E-mail Id:	Signature:

Or falling him

3.	Name:	Address:
	E-mail Id:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on **Thursday, the 25th September 2025 at 11:00 A.M. at 96 GARDEN REACH ROAD, , KOLKATA-700023**, and at any adjournment thereof in respect of such resolutions as is/are indicated below:

** I/We wish my/our above Proxy to vote in the manner as indicated in the box below:-

Ordinary/ Special Business:

Item No.	Resolution(s)	For	Against
1.	Ordinary Resolution for Adoption of Financial Statement of Accounts for the year ended on 31 st March, 2025.		
2.	Ordinary Resolution to appoint Mrs. Madhulika Khaitan (DIN: 00220076) as Director who retires by rotation.		
3.	Ordinary Resolution to appoint M/s. Ashok Kumar Daga, Company Secretary in practice as Secretarial Auditors for a period of five consecutive years i.e., F.Y 2025-26 to F.Y 2029-30 and to fix their remuneration		

Signed this day of 2025.

Affix Re.1
Revenue
Stamp

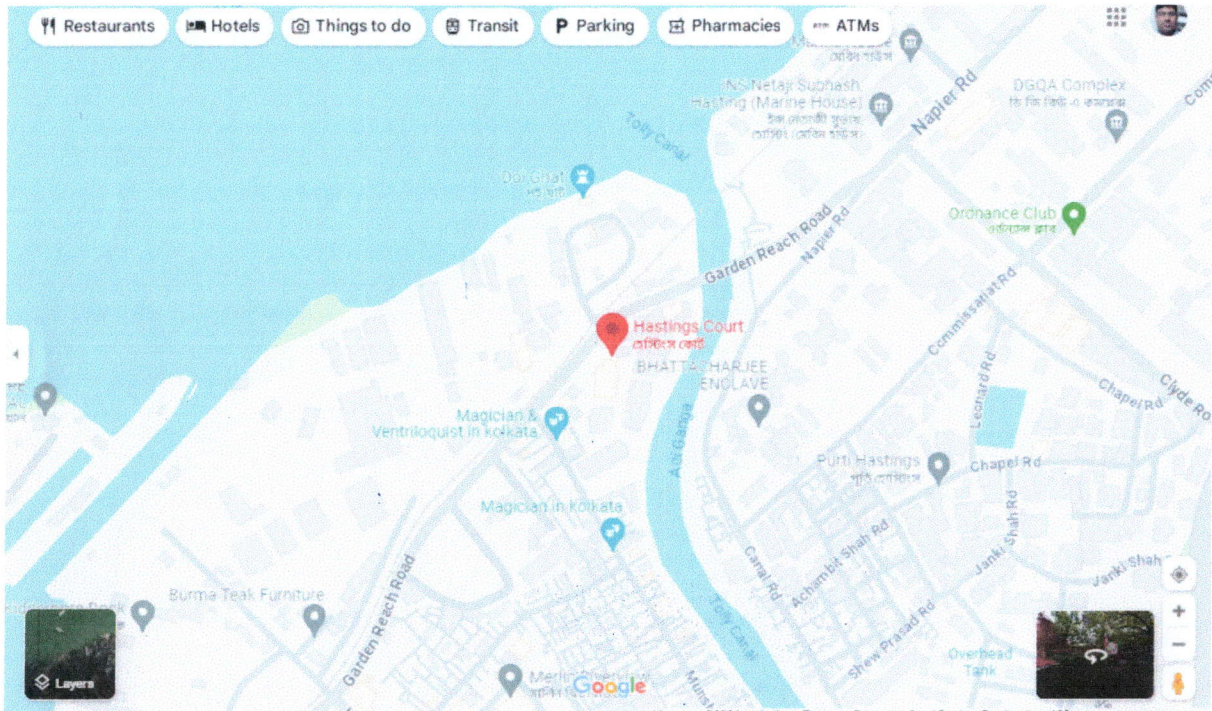
Signature of Shareholder

Signature of Proxy holder(s):

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Route Map for easy location of venue of the Annual General Meeting



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