#### **NOTICE**

Notice is hereby given that the 41<sup>st</sup> Annual General Meeting of the Members of **Orissa Sponge Iron & Steel Limited** will be held on **Saturday, 27<sup>th</sup> November, 2021** at 3.00 P.M. through video conferencing ("VC")/ other audio visual means ("OAVM") to transact the following business:

#### **Ordinary Business:**

#### Adoption of financial Statements.

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Report of the Board of Directors and Auditors thereon.

#### 2. Re-appointment of Mr. Dibyendu Kumar Senapati as Director.

To appoint a director in place of Mr. Dibyendu Kumar Senapati (DIN: 03449031) who retires by rotation and being eligible, offers himself for re-appointment.

#### **Special Business:**

#### 3. Re-appointment and remuneration of Dr. Prasanta Kumar Mohanty as Managing Director.

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

"Resolved that pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and any other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to approval of Central Government and all other applicable regulatory approvals, consent and permissions, if any required, approval of the Members be and is hereby accorded for the reappointment of Dr. Prasanta Kumar Mohanty (DIN: 00238329) as Managing Director of the Company for a term of three (3) years with effect from 11<sup>th</sup> February, 2021, liable to retire by rotation at a nil remuneration with liberty to the Board of Directors (herein after referred to as the "Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and very the terms and conditions of the said re-appointment and/or remuneration as they may deemed fit without referring the matter to the General Body not exceeding the limits specified under Schedule V of the Companies Act, 2013 as amended/modified or any statutory modification or re-enactment thereof including any guidelines or notification or rules on managerial remuneration issued by the Central Government from time to time and as may be acceptable to Dr. Prasanta Kumar Mohanty.

Resolved further that the Board of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

#### 4. Re-appointment of Mr. Dheeraj Singh Negi as Independent Director.

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

"Resolved that pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Dheeraj Singh Negi (DIN: 00304928), who was appointed as an Independent Director and who holds office as an Independent Director up to ensuing Annual General Meeting for the financial year ended 31st March, 2021 and being eligible, be and he is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (Five) consecutive years i.e. upto 26th November, 2026.

## 5. Re-appointment of Mrs. Ekta Sharma as Independent Director.

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

"Resolved that pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Ekta Sharma (DIN: 08772631), who was appointed as an Independent Director and who holds office as an Independent Director up to Annual General Meeting for the Financial year ended 31st March, 2021 and being eligible, be and she is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (Five) consecutive years i.e. upto 26th November, 2026."

#### 6. Re-appointment and remuneration of Mr. Subhash Mishra as Whole-time Director.

To consider and if thought fit to pass the following resolution as a **Special Resolution**:

"Resolved that pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and any other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to approval of Central Government and all other applicable regulatory approvals, consent and permissions, if any required, approval of the Members be and is hereby accorded for reappointment of Mr. Subhash Mishra ( (DIN: 08728903) as Whole-time Director for a term of three (3) years effective from the 1st October, 2021 liable to retire by rotation on the terms and conditions including remuneration as set out in the statement annexed to the notice with liberty to the Board of Directors (herein after referred to as the "Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and very the terms and conditions of the said re-appointment and/or remuneration as they may deemed

fit without referring the matter to the General Body not exceeding the limits specified under Schedule V of the Companies Act, 2013 as amended/modified or any statutory modification or re-enactment thereof including any guidelines or notification or rules on managerial remuneration issued by the Central Government from time to time and as may be acceptable to Mr. Subhash Mishra.

Resolved further that the overall managerial remuneration payable to Mr. Subhash Mishra shall be such amount as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee & Audit Committee but not exceeding Rs. 48.00 Lakhs per annum at any point of time and that the terms and conditions of the aforesaid remuneration payable to the said Whole-time Director be varied/altered/revised within said overall limit in such manner as may be required during period of his tenure.

Resolved further that where in any financial year during the tenure of the said Whole-time Director, the company has no profits or profits are inadequate, the aforesaid remuneration or remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration.

Resolved further that the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution".

#### 7. Appointment of Mr. Ashish Saxena as Director.

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

"Resolved that pursuant to section 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Ashish Saxena (DIN: 07269985), who was appointed as an Additional Director of the Company with effect from 2<sup>nd</sup> August, 2021 and who holds office till the date of ensuing Annual General Meeting and in respect of whom company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation."

#### 8. Appointment of Mr. Ashish Saxena as Whole-time Director.

To consider and if thought fit to pass the following resolution as a **Special Resolution**:

"Resolved that pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and any other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to approval of Central Government and all other applicable regulatory approvals, consent and permissions, if any required, approval of the Members be and is hereby accorded for appointment of Mr. Ashish Saxena (DIN: 07269985) as Whole-time Director for a term of three (3) years with effect from 2<sup>nd</sup> August, 2021, liable to retire by rotation on the terms and conditions including remuneration as set out in the statement annexed to the notice with liberty to the Board of Directors (herein after referred to as the "Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and very the terms and conditions of the said re-appointment and/or remuneration asthey may deemed fit without referring the matter to the General Body not exceeding the limits specified under Schedule V of the companies Act, 2013 as amended/modified or any statutory modification or re-enactment thereof including any guidelines or notification or rules on managerial remuneration issued by the Central Government from time to time and as may be acceptable to Mr. Subhash Mishra.

Resolved further that the overall managerial remuneration payable to Mr. Ashish Saxena (DIN: 07269985) shall be such amount as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee & Audit Committee but not exceeding Rs. 10 Lakh per annum at any point of time and that the terms and conditions of the aforesaid remuneration payable to the said Whole- time Director be varied/altered/revised within said overall limit in such manner as may be required during period of his tenure.

Resolved further that where in any financial year during the tenure of the said Whole –time Director, the company has no profits or profits are inadequate, the aforesaid remuneration or remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration.

Resolved further that the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution".

#### 9. Appointment of Mr. Kapoor Chand Garg as Independent Director.

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

"Resolved that pursuant to section 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Kapoor Chand Garg (DIN: 03627645), who was appointed as an Additional Director of the Company with effect from 1<sup>st</sup> November, 2021 and who holds office till the date of ensuing Annual General Meeting and in respect of whom company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the Company, not liable to retire by rotation to hold office for five consecutive years for a term from 1<sup>st</sup> November, 2021 to 31<sup>st</sup> October, 2026."

By Order of the Board of Directors For Orissa Sponge Iron and Steel Limited

Sd/-Prasanta Kumar Mohanty Managing Director DIN: 00238329

Date: 1<sup>st</sup> November, 2021 Place: New Delhi

#### Notes:

- a. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") setting out material facts concerning the business under item nos. 3 to 9 of the Notice is Annexed hereto and forms part of this notice.
- b. In view of the outbreak of COVID-19 pandemic, social distancing measures are a pre-requisite and in terms of Ministry of Corporate Affairs ("MCA") General Circular 14/2020 dated 8th April, 2020, General Circular 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020 General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 2/2021 dated 13th January, 2021 and General Circular No. 10/2021 dated 23rd June, 2021 ("MCA Circulars") and Securities Exchange Board of India (SEBI) Circular dated 12th May, 2020 and 15th January, 2021 physical presence of the Members at common venue of the Annual General Meeting (AGM) is avoided and companies are permitted to conduct meeting through Video Conference ("VC")/ Other Audio Visual Means ("OAVM"). The deemed venue for the AGM shall be the Registered Office of the Company.
- c. Since physical attendance of Members has been dispensed in terms of MCA Circulars, there is no requirement of appointment of proxies. Accordingly, facility of appointment of proxies by Members under Section 105 of the Act, will not be available for the AGM and hence the Proxy Form and Attendance Slip is not annexed to the Notice.
- d. Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and the members can join the AGM by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available on first come first serve basis.
- e. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- f. In line with the MCA Circulars and SEBI Circulars, the Notice calling the AGM and Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that Notice and Annual Report 2020-21 will also be made available on the Company's website at <a href="https://www.orissasponge.com">www.orissasponge.com</a> and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.
- g. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 20<sup>th</sup> November, 2021 to Saturday, 27<sup>th</sup> November, 2021 (both days inclusive) for the purpose of AGM.
- h. The Company's Registrar and Transfer Agents for its share registry work (Physical and Electronic) are Skyline Financial Services Limited.
- i. Members can avail the facility of nomination in respect of securities held by them in physical form pursuant to the provision of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed form duly filled-in to RTA. Members holding shares in electronic mode may contact their respective Depository Participant (DP) for availing this facility.
- j. Members are requested to
  - i. intimate to the DP, changes if any, in their names, registered addresses, email address, telephone/mobile numbers, and/or changes in their bank account details, if the shares are held in dematerialized form.
  - ii. intimate to the Company's RTA, changes if any, in their names, registered addresses, email address, telephone/mobile numbers, and/ or changes in their bank account details, if the shares are held in physical form (share certificates).
  - iii. consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names.
  - iv. dematerialize their Physical Shares to Electronic Form (Demat) as, in terms of Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities of listed companies can be transferred only in dematerialised form with effect from 1<sup>st</sup> April, 2019, except in case of request received for transmission or transposition of securities. Dematerialisation of shares would help to eliminate risks associated with Physical Shares. Members can contact Registrar and Transfer Agents viz., Skyline Financial Services Limited, New Delhi (Tel. No. +91 11 40450193-97) for assistance, if any, in this regard.
- k. Since the AGM will be held through VC/OAVM, the route map is not annexed with the Notice.
- I. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form who have not done so are requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Registrar and Transfer Agent.
- m. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository participants, and members holding shares in physical mode are requested to update their email addresses with the RTA by emailing to <a href="mailto:com">compliances@skylinerta.com</a> immediately to receive copies of Annual Report in electronic mode.
- n. Shareholders may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at <a href="mailto:corporate@orissasponge.com">corporate@orissasponge.com</a>. The same will be replied by the company suitably.
- o. Information with regard to all the appointees, as stipulated under the SEBI (Listing Obligations and Disclosure Requirements), Regulations,

2015 (Listing Regulations) and the applicable Secretarial Standard, is annexed hereto. Requisite declarations have been received from the Directors seeking their appointment / re-appointment.

- p. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the RTA. Members are requested to keep the same updated.
- q. The Company has been maintaining, inter alia, the following statutory registers at A-201, First Floor, Okhla Industrial Area, Phase-1, New Delhi 110020:
  - i) Register of contracts or arrangements in which directors are interested under section 189 of the Act.
  - ii) Register of directors and key managerial personnel and their shareholding under section 170 of the Act.

In accordance with the MCA circulars, the said registers will be made accessible for inspection through electronic mode, and shall remain open and be accessible to any member during the continuance of the meeting.

r. Pursuant to provisions of the Listing Regulations, the Company is maintaining an email ID, corporate@orissasponge.com for grievances.

#### Voting through electronic means:

In compliance with provisions of Section 108 of the Companies Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and MCA Circulars, the Company is pleased to provide members facility to exercise their right to vote during the AGM by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited ("NSDL").

The remote e-voting period commences on **Wednesday**, 24<sup>th</sup> **November**, 2021 at 9.00 a.m. and ends on Friday, 26<sup>th</sup> **November**, 2021 at 5.00 p.m. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, 19<sup>th</sup> **November**, 2021, may cast their vote electronically. 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.

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 i.e. **Friday, 19**th **November, 2021.** 

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.

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 or voting during the AGM through electronic means.

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 cut-off date, may obtain the login id and password by sending a request to <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a>. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

Mr. Amit K Mangla, Practicing Company Secretary (FCS: 11450, CP: 23164), Proprietor M/s. Amit K Mangla & Company, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall after the conclusion of voting during the General Meeting, will first count the votes cast during 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 48 hours 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.

The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company <a href="www.orissasponge.com">www.orissasponge.com</a> and on the website of NSDL <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> immediately after the declaration of result by the Chairman or a person authorized by him in writing. Simultaneously the results shall also be forwarded to BSE Limited, Mumbai.

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

The details of the process and manner for remote e-voting are explained 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: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 eservices 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:

S. No.	Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
(a)	For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12******.
(b)	For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12******* then your user ID is 12**********
(c)	For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- 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.
- 10. 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 <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.
  - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on <a href="www.evoting.nsdl.com">www.evoting.nsdl.com</a>.
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 at NSDL.
- 11. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 12. Now, you will have to click on "Login" button.
- 13. 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 <a href="mailto:csamitkmangla@gmail.com">csamitkmangla@gmail.com</a> with a copy marked to <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a>.

- 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 <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a> 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 <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a> or call on toll free no.: 1800-222-990 or send a request to Ms. Pallavi Mhatre, Manager, NSDL at evoting@nsdl.co.in or <a href="mailto:pallavid@nsdl.co.in">pallavid@nsdl.co.in</a> or at telephone nos. +91 22 24994545.

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:

- 1. 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 RTA at <a href="mailto:compliances@skylinerta.com">compliances@skylinerta.com</a>.
- 3. Alternatively member may send an e-mail request to <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

#### 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.
- 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 during 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.

#### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER

- 1. Member 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 <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> 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.
- 2. Members are encouraged to join the Meeting through Laptops for better experience.
- 3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4. 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.
- 5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker and send their request mentioning their name, demat account number/folio number, email id, mobile number at <a href="mailto:corporate@">corporate@</a> orissasponge.com before 48 hours of Annual General Meeting. Those members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

By Order of the Board of Directors For Orissa Sponge Iron and Steel Limited

> Sd/-Prasanta Kumar Mohanty Managing Director DIN: 00238329

Date: 1<sup>st</sup> November, 2021 Place: New Delhi

## **Explanatory Statement**

(Pursuant to Section 102(1) of the Companies Act, 2013)

#### Item No. 3

Dr. Prasanta Kumar Mohanty (DIN: 00238329) was appointed as Managing Director effective from 11<sup>th</sup> February, 2018 for the term of 3 (three) years subject to the approval of shareholders. Subsequently, appointment and remuneration of Dr. Prasanta Kumar Mohanty (DIN: 00238329) was approved by the shareholders at Annual General meeting held on 28<sup>th</sup> September, 2018 with the power to the Board of Directors / Nomination and Remuneration Committee to alter, modify remuneration within the limits of provisions and Schedule V to the Companies Act, 2013 ("Act").

The existing term for appointment of Dr. Prasanta Kumar Mohanty (DIN: 00238329) has been expired on 10<sup>th</sup> February, 2021. Dr. Prasanta Kumar Mohanty was not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

The Nomination and remuneration Committee, Audit Committee and Board of Directors of the company in their meeting held on 1st November, 2021 approved the Re-appointment as Managing Director for a period of three (3) years and remuneration with effect from 11th February, 2021 and remuneration on the terms & conditions and remuneration.

It is hereby confirmed that the Company has not committed any default in respect of any of its debts or interest payable thereon for a continuous period of 30 days in the preceding financial year and in the current financial year.

It is proposed to seek Members approval for the re-appointment of Dr. Prasanta Kumar Mohanty as Managing Director at a nil remuneration in terms of the applicable provisions of the Companies Act, 2013 and rules made thereunder as amended upto date.

Brief profile of Dr. Prasanta Kumar Mohanty his experience, qualifications and other details have been included in the **Annexure-A** to this Notice.

Dr. Prasanta Kumar Mohanty satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under subsection (3) of Section 196 of the Act for being eligible for this re-appointment. Dr. Prasanta Kumar Mohanty is not debarred from holding the office of director by virtue of any order passed by SEBI or any such authority.

Statement pursuant to the provisions of Section-II of Part – II of Schedule-V to the Act is annexed herewith. The Board recommends the passing of the special resolution as set out at item no. 3 of this notice for the approval of the Members.

A copy of draft letter of re-appointment of Dr. Prasanta Kumar Mohanty setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company on all working days except Saturday during business hours from 11.00 a.m. to 1.00 p.m.

Except Mr. Munir Mohanty who is related to Dr. Prasanta Kumar Mohanty, none of the other Directors or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution as set out at Item No. 3 of this Notice.

The required details as per the Secretarial Standards ("SS-2") and Regulations 36(3) and 26(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided at *Annexure - A* to this notice.

#### Item No. 4

Mr. Dheeraj Singh Negi (DIN: 00304928) was appointed as an Independent Director of the Company and he holds office as an Independent Director of the Company up to the date of ensuing Annual General Meeting ("First Term").

The Nomination and Remuneration Committee of the Board of Directors, on the basis of performance evaluation, has recommended reappointment of Mr. Dheeraj Singh Negi as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (Five) consecutive years i.e. upto 26<sup>th</sup> November, 2026.

The Board, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that, given his background and experience and contributions made by him during his tenure, the continued association of Mr. Dheeraj Singh Negi would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director. Accordingly, it is proposed to re-appoint Mr. Dheeraj Singh Negi as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (Five) consecutive years on the Board of the Company.

Mr. Dheeraj Singh Negi is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 ("Act") and has given his consent to act as a Director. The Company has also received declaration from Mr. Dheeraj Singh Negi that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

In the opinion of the Board, Mr. Dheeraj Singh Negi fulfils the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Dheeraj Singh Negi is independent of the management.

He shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof as may be decided by the Board, reimbursement of expenses for participating in the Board and other Committee(s) meetings.

This statement may also be regarded as an appropriate disclosure under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the members.

A copy of draft letter of re-appointment of Mr. Dheeraj Singh Negi setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company on all working days except Saturday during business hours from 11.00 a.m. to 1.00 p.m.

The required details as per the Secretarial Standards ("SS-2") and Regulations 36(3) and 26(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided at **Annexure A** to this notice.

#### Item No. 5

Mrs. Ekta Sharma (DIN: 08772631) was appointed as an Independent Director of the Company and she holds office as an Independent Director of the Company up to Annual General Meeting for the year ended 31st March, 2021.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of performance evaluation, has recommended reappointment of Mrs. Ekta Sharma as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (Five) consecutive years i.e. upto 26<sup>th</sup> November, 2026.

The Board, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that, given her background and experience and contributions made by her during her tenure, the continued association of Mrs. Ekta Sharma would be beneficial to the Company and it is desirable to continue to avail her services as an Independent Director. Accordingly, it is proposed to re-appoint Mrs. Ekta Sharma as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (Five) consecutive years on the Board of the Company. Mrs. Ekta Sharma is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 ("Act") and has given her consent to act as a Director.

The Company has also received declaration from Mrs. Ekta Sharma that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

In the opinion of the Board, Mrs. Ekta Sharma fulfils the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mrs. Ekta Sharma is independent of the management.

She shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof as may be decided by the Board, reimbursement of expenses for participating in the Board and other Committee(s) meetings.

This statement may also be regarded as an appropriate disclosure under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

A copy of draft letter of re-appointment of Mrs. Ekta Sharma setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company on all working days except Saturday during business hours from 11.00 a.m. to 1.00 p.m.

The required details as per the Secretarial Standards ("SS-2") and Regulations 36(3) and 26(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided at **Annexure A** to this notice.

#### Item No. 6

Mr. Subhash Mishra was appointed as Whole-time Director for a period of one year effective from 1st October, 2020 for the term of 1 (One) year subject to the approval of shareholders.

Subsequently, appointment and remuneration of Mr. Subhash Mishra was approved by the shareholders at the Annual General Meeting held on 4<sup>th</sup> December, 2020 with the power to the Board of Directors / Nomination and Remuneration Committee to alter, modify remuneration within the limits of provisions and Schedule V to the Companies Act, 2013 ("Act").

The existing term for appointment of Mr. Subhash Mishra expiring on 30<sup>th</sup> September, 2021. Mr. Subhash Mishra was not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

The Nomination and remuneration Committee, Audit Committee and Board of Directors of the company in their meeting held on 1st November, 2021 approved the Re-appointment as Whole-time Director with effect from 1st October, 2021 along with remuneration on the terms & conditions and remuneration as follows:

#### Salary & Perquisites:-

S. No.	Particulars			
1	Rs. 48.00 Lakh per annum			

It is hereby confirmed that the Company has not committed any default in respect of any of its debts or interest payable thereon for a continuous period of 30 days in the preceding financial year and in the current financial year.

It is proposed to seek Members approval for the re-appointment and remuneration payable to Mr. Subhash Mishra as Whole-time Director in terms of the applicable provisions of the Companies Act, 2013 and rules made thereunder as amended upto date.

Brief profile of Mr. Subhash Mishra, his experience, qualifications and other details have been included in the Annexure-A to this Notice. Mr. Subhash Mishra satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under subsection (3) of Section 196 of the Act for being eligible for this re-appointment. Mr Subhash Mishra is not disqualified from being appointed as Director in terms of Section 164 of the Act and he is not debarred from holding the office of director by virtue of any order passed by SEBI or any such authority.

Statement pursuant to the provisions of Section-II of Part – II of Schedule-V to the Act is annexed herewith. Except for Mr. Subhash Mishra and his relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution as set out at Item No. 6 of this Notice.

The Board recommends a special resolution as set out at Item No. 6 of the notice for approval by the members.

A copy of draft letter of re-appointment of Mr. Subhash Mishra setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company on all working days except Saturday during business hours from 11.00 a.m. to 1.00 p.m.

The required details as per the Secretarial Standards ("SS-2") and Regulations 36(3) and 26(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided at *Annexure - A* to this notice.

#### Item No. 7 & 8

The Board of Directors, on the recommendation of Nomination and Remuneration Committee and after considering his suitability appointed Mr. Ashish Saxena (DIN: 07269985) as an Additional Director with effect from 2<sup>nd</sup> August, 2021 who holds office till the date of ensuing Annual General Meeting (AGM) of the company.

Further, on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at the Meeting held on 2<sup>nd</sup> August, 2021 also approved the appointment of Mr. Ashish Saxena (DIN: 07269985) as Whole-time Director subject to the approval of the shareholders at the ensuing AGM and other appropriate statutory or regulatory authorities. The terms and conditions of appointment including remuneration payable to him are set out below:

#### Salary & Perquisites:-

S. No.	Particulars			
1	Rs. 10.00 Lakh per annum			

Mr. Ashish Saxena is interested in the resolution set out at Item No. 7 & 8 of the notice with regard to his appointment. Relatives of Mr. Ashish Saxena may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

This statement may also be regarded as an appropriate disclosure under the Companies Act, 2013 and SEBI Listing Regulations, 2015. The Board recommends the Ordinary and special resolutions respectively set out at Item No. 7 & 8 of the Notice for approval by the members.

A copy of draft letter of appointment of Mr. Ashish Saxena setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company on all working days except Saturday during business hours from 11.00 a.m. to 1.00 p.m.

The required details as per the Secretarial Standards ("SS-2") and Regulations 36(3) and 26(4) of the Listing Regulations is provided at *Annexure* - *A* to this notice.

### Item No. 9

The Board of Directors, on the recommendation of Nomination and Remuneration Committee and after considering his suitability appointed Mr. Kapoor Chand Garg (DIN: 03627645) as an Additional Director with effect from 1<sup>st</sup> November, 2021 who holds office till the date of ensuing Annual General Meeting of the company.

Kapoor Chand Garg has done Bachelor of Commerce from Punjabi University, Patiala, Bachelor of Law (L.L.B.) from Meerut University, Meerut, Post Graduate Diploma in Business Management (PGDBM) from Symbiosis University, Pune, Master of Commerce from Kurushetra University, Kurushetra and Fellow Member of the Institute of Company Secretaries of India. He has 13 Years of rich experience in Corporate Laws, Commercial Laws, SEBI Rules and Regulations etc.

Requisite Notice under Section 160 of the Companies Act, 2013 ("Act") proposing the appointment of Mr. Kapoor Chand Garg has been received by the Company and consent has been filed by Mr. Kapoor Chand Garg pursuant to Section 152 of the Companies Act, 2013

The Board at the meeting held on 1st November, 2021 recommended for the approval of the Members, the appointment of Mr. Kapoor Chand Garg as a Independent Director of the Company, not liable to retire by rotation as set out in the resolution relating to his appointment.

A copy of draft letter of appointment of Mr. Kapoor Chand Garg setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company on all working days except Saturday during business hours from 11.00 a.m. to 1.00 p.m.

Mr. Kapoor Chand Garg is interested in the resolution set out at Item No. 9 of the notice with regard to his appointment. Relatives of Mr. Kapoor Chand Garg may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

This statement may also be regarded as an appropriate disclosure under the Companies Act, 2013 and SEBI Listing Regulations, 2015. The Board recommends the Ordinary Resolution set out at Item No. 9 of the Notice for approval by the members.

The required details as per the Secretarial Standards ("SS-2") and Regulations 36(3) and 26(4) of the Listing Regulations is provided at *Annexure* - **A** to this notice.

By Order of the Board of Directors For Orissa Sponge Iron and Steel Limited

Sd/-Prasanta Kumar Mohanty Managing Director DIN: 00238329

Date: 1<sup>st</sup> November, 2021 Place: New Delhi

Statement pursuant to the provisions of Section-II of Part – II of Schedule-V to the Companies Act, 2013.

# I. General Information

1.	Nature of Industry	:	Manufacturing					
2.	Year of commencement of commercial production	:	1984					
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.		N.A.					
4.	Financial performance based on given indicators.	:	Financial Parameters	2020-21	2019-20			
				(Rs. In Lakhs)	(Rs. In Lakhs)			
				(Audited)	(Audited)			
			Sales	-	-			
			Profit/(Loss) before depreciation	(3,248.21)	(849.72)			
			Depreciation	359.81	566.74			
			Profit/(Loss) after depreciation, but before provision for tax & exceptional item	(3,608.02)	(1,416.46)			
			Net Profit/(Loss)	(3,608.02)	(1,416.46)			

# II. Information about appointee

S. No.	Particulars	Dr. Prasanta Kumar Mohanty	Mr. Subhash Mishra	Mr. Ashish Saxena
1.	Background details	A significant contributor forgrowth of Iron & Steel Industry		
2.	Past remuneration	Nil	Rs. 30.00 Lakhs per annum	Rs. 4.68 Lakhs per annum
3.	Recognition or awards	None	None	None
4.	Job profile and his suitability	Overall Management	Handing overall plant operations	Finance & Accounts
5.	Remuneration proposed	Nil	The proposed remuneration would comprise of monthly basic salary, allowances, perquisites as mentioned in the proposed item no. 6 of the notice.	The proposed remuneration would comprise of monthly basic salary, allowances, perquisites as mentioned in the proposed item no. 7 and 8 of the notice.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin).	N.A	The remuneration of the appointee, Mr. Subhash Mishra is fully justifiable and comparable to that prevailing remuneration being paid in the industry, keeping in view his profile, enriched knowledge and vast experience besides position of the appointee.	The remuneration of the appointee, Mr. Ashish Saxena is fully justifiable and comparable to that prevailing remuneration being paid in the industry, keeping in view his profile, enriched knowledge and vast experience besides position of the appointee.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Father of Mr. Munir Mohanty, Director of the company ("Reletive")	No relation with any director or KMP of the Company.	No relation with any director or KMP of the Company.

# III. Other Information

1.	Reasons of loss or inadequate profits.		The operations of the company has been shut since year 2012, therefore there are no revenue but there is interest cost and other corporate expenses.
2.	Steps taken or proposed to be taken for improvement	:	The Company has already made payment to all lender banks through one time settlement and reviving its existing plant to start commercial production.
3.	Expected increase in productivity and profits in measurable terms.	:	Expected production of Sponge Iron is 3 lakh P.A. and EBITA will be Rs 2000 MT.

# Annexure – A

# DETAILS PURSUANT TO REGULATION 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS IN RESPECT OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT.

Name of the Director	Dr. Prasanta Kumar Mohanty	Mr. Dibyendu Kumar Senapati	Mrs. Ekta Sharma	Mr. Dheeraj Singh Negi	Mr. Subhash Mishra	Mr. Ashish Saxena	Mr. Kapoor Chand Garg
Director Identification Number	00238329	03449031	08772631	00304928	08728903	07269985	03627645
Original date of Appointment			05.09.2020	06.01.2020	02.08.2021	01.11.2021	
Qualification	Ph.D (Engg)	Bachelor of Engineering (Chemical)	B.Com., LLB	MBA (Finance, DIP (Marketing & Sales)	MBA (operations & Marketing); Degree in Electrical Engineering & Industrial Engineering; PG Diploma in QSM	B.Com, Post graduate diploma in Business Management	LLB, PGDBM, Company Secretary, B.Com
Experience including Expertise in specific functional areas/ Brief Resume	A significant contributor for growth of Iron & Steel Industry. Also the Promoter of Torsteel Research Foundation in India, responsible for developing the production and scientific utilization of high strength reinforcing steel in India and making TOR Steel a household name. OSIL was promoted by him as the commercial sponge iron plant and under his leadership the Sponge Iron manufacturing process i.e. "OSIL Process" was established	Looks after single window clearances & facilitation of Projects under Cement, Aluminum Downstream, Healthcare, Coal gasification including Investment Division of IPICOL	Proficiency in Financial Accounts, Budgeting, Income Tax and Reporting for over 4 years.	Proficiency in Finance, Banking, Marketing, Sales and General administration for over 39 years.	Wide ranging operating experience over 40 years in steel, cement and power plants; held senior executive position in major steel, cement & power plants	Proficiency in Accounts and having Experience of over 20 years	Over 13 Years of rich experience in Corporate Laws, Commercial Laws, SEBI Rules and Regulations etc.
Terms and Conditions of Appointment / Re-appointment	Approval of Members has been sought for his reappointment as Managing Director for second term of three years effective from 11th February, 2021. For more details, please refer Explanatory Statement	Retire by rotation	Approval of Members has been sought for her re- appointment as Independent Director for second term of five years effective from 29.10.2021. For more details, please refer Explanatory Statement	Approval of Members has been sought for his re- appointment as Independent Director for second term of five years effective from 29.10.2021 details, please refer Explanatory Statement	Approval of Members has been sought for his reappointment as Whole-Time-Director for second term of three years effective from 1st October, 2021. For more details, please refer Explanatory Statement	Approval of Members has been sought for his appointment as Whole- Time- Director for term of three years effective from 2nd August, 2021. For more details, please refer Explanatory Statement	Appointment as an Independent Director. For more details, please refer Explanatory Statement
Remuneration sought to be paid	Nil	Sitting fees	Sitting fees	Sitting fees	Rs. 30.00 Lakhs per annum	Rs. 5.28 Lakhs per annum	Sitting fee
Relationship with other Directors and Key Managerial Personnel	Mr. Prasanta Kumar Mohanty and Munir Kamal Mohanty are related to each other	None	None	None	None	None	None
Directorship in other Companies	Bilati (Orissa) Ltd Patrapada Coal Mining Company Private Limited Torsteel Limited Espira Envirotech (India) Private Limited Oriqua Limited Torsteel Services Pvt Ltd, Indian Titanium Products Limited Tor-Comm Limited T.R.F.I. Investment Pvt. Ltd Keonjhar Infrastructure Development Company Limited	None	None	None	None	None	Casing Power and Infrastructure Private Limited Indimonsafe Tecknologies Private Limited

Name of the Director		Mr. Dibyendu Kumar Senapati	Mrs. Ekta Sharma	Mr. Dheeraj Singh Negi	Mr. Subhash Mishra	Mr. Ashish Saxena	Mr. Kapoor Chand Garg
	Indian Titanium     Products Ltd						
	Bamra Iron And Steel     Company (India) Limited						
	OSIL TRFI Community     Services Private Limited						
Chairman/Member in the Committees of the Boards of other Listed companies	None	None	None	None	None	None	None
No. of shares held in the Company	25,27,644	None	None	None	None	None	None
Number of meetings of the Board attended during the year	1	2	7	5	7	None	None