

NOTICE OF ANNUAL GENERAL MEETING

**TO
ALL THE MEMBERS,
VRAJ IRON AND STEEL LIMITED**

NOTICE IS HEREBY GIVEN THAT THE 21ST ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF **VRAJ IRON AND STEEL LIMITED** (THE COMPANY) WILL BE HELD ON THURSDAY, SEPTEMBER 25, 2025 AT 01.00 P.M. (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”).

THE VENUE OF THE AGM SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT FIRST FLOOR, PLOT NO. 63 AND 66, PH NO. 113, JALVIHAR COLONY, MOTHER TERESA WARD NO. 43, RAIPUR, CHHATTISGARH 492001.

ORDINARY BUSINESS:**1. TO RECEIVE CONSIDER AND ADOPT:**

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.
 - b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2025, together with the Report of the Auditors thereon.
- 2. To appoint Mr. Vijay Anand Jhanwar (DIN: 00826103) as a director who retires by rotation, and being eligible, offers himself for re-appointment.**

SPECIAL BUSINESS:**3. TO RATIFY REMUNERATION PAYABLE TO THE COST AUDITOR FOR THE FINANCIAL YEAR 2025-26:**

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

“RESOLVED THAT pursuant to the provisions of Section 148(3) 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(s) thereof, for the time being in force), the remuneration of Rs. 60,000/- (excluding applicable taxes and reimbursement of actual travel and out-of-pocket expenses) payable to the Cost Auditor, M/s. Sanat Joshi & Associates, Cost Accountants (Firm Registration No. 000506), to conduct the audit of cost records of the Company for the Financial Year ending on March 31, 2026, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified.”

4) TO APPOINT M/S NITIN AGRAWAL & CO. AS SECRETARIAL AUDITOR OF THE COMPANY FOR A PERIOD OF FIVE CONSECUTIVE FINANCIAL YEAR STARTING FROM THE F.Y. 2025-26 TO 2029-30:

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

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by the SEBI (LODR) (Third Amendment) Regulations, 2024 dated 12th December 2024 and SEBI Circular dated 31st December 2024, and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded for the appointment of M/s Nitin Agrawal & Co., Practicing Company Secretary, (C.P. No. & 11931 & M.N. F9684) as the Secretarial Auditor of the Company for a period of five consecutive financial years commencing from Financial Year 2025–26 to 2029–30, to conduct the Secretarial Audit and issue Quarterly and Annual Compliance Reports, as prescribed under Regulation 24A and other applicable provisions of the SEBI (LODR) Regulations, 2015.

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 9 of 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), Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended, and as recommended by the Audit Committee and the Board of Directors of the Company, M/s Nitin Agrawal & Co., Practicing Company Secretary, a peer reviewed firm of Company Secretaries, Raipur (C.P. No. & 11931 & M.N. F9684), be and are hereby appointed as the Secretarial Auditors of the Company, for a term of 5 (Five) consecutive years, to conduct the Secretarial Audit of the Company, commencing from Financial Year 2025-26 up to Financial Year 2029-30, at a remuneration (excluding applicable taxes and out-of-pocket expenses), as may be decided by the Board of Directors of the Company on annual basis, during their tenure as the Secretarial Auditors of the Company.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized on behalf of the Company, including but not limited to determine role and responsibilities/ scope of work of the Secretarial Auditors, to negotiate, finalise, amend the terms of appointment, including any contract or document in this regard and to revise (including upward revision) in the remuneration during the tenure, arising out of increase in scope of work, amendments to the Act or SEBI Listing Regulations and such other requirements, in such manner

and extent as may be mutually agreed with the Secretarial Auditors, without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, things and to sign all such documents as may be considered necessary to give effect to this resolution and for matters connected therewith or incidental thereto.”

Registered Office:

First Floor, Plot No 63& 66,
Ph No 113 Mother Teresa Ward No. 43,
Jalvihar Colony Raipur, (C.G.) 492001

Tel : 0771-4059002

CIN: L27101CT2004PLC016701

Website: <http://www.vrajtmt.in>

Email: info@vrajtmt.in

By order of the Board of Directors of
VRAJ IRON AND STEEL LIMITED

Sd/-

Priya Namdeo

(Company Secretary)

Membership Number: A50205

Place: Raipur Chhattisgarh

Date: August 28, 2025

NOTES:

1. The explanatory statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules made thereunder, setting out all material facts relating to the proposed resolutions, in respect of Special Business(s) to be transacted at the 21st AGM and additional information as required under the Act, Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard-2, are annexed hereto.
2. Pursuant to General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and other circulars issued by the Ministry of Corporate Affairs (‘MCA’), Regulation 44 of the SEBI Listing Regulations read with the Securities and Exchange Board of India (‘SEBI’) Circular Nos. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 03, 2024, respectively (collectively referred to as ‘Circulars’), companies are permitted to hold the 21st AGM through video conferencing (“VC”) or other audio-visual means (“OAVM”), without the physical presence of the Members at a common venue. Accordingly, the 21st AGM of the Company will be convened through VC/ OAVM in compliance with the provisions of the Act and Rules made thereunder, the SEBI Listing Regulations read with the aforesaid Circulars.
The deemed venue for the 21st AGM shall be the Registered Office of the Company i.e. First Floor, Plot No. 63 and 66, PH No. 113, Jalvihar Colony, Mother Teresa Ward No. 43, Raipur, Chhattisgarh 492001.
3. The Members can join the EGM/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.
4. The attendance of the Members attending the 21st AGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
5. The Members will be able to attend the 21st AGM through VC /OAVM by following instructions detailed in ‘Attendance and E-voting’ section. The procedure for participating in the meeting through VC / OAVM is explained in the notes below.
6. 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 info@vrajtmt.in. 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.

7. The Company has engaged the services of National Securities Depository Limited (NSDL) as the agency to provide e-voting facility.
8. In terms of the MCA and SEBI Circulars, since the physical attendance of the Members has been dispensed with, there is no requirement for appointment of proxies. Hence, the proxy form and attendance slip are not annexed to this Notice. However, in pursuance to Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-voting and / or for participation in the 21st AGM through VC/OAVM facility and e-voting during the 21st AGM.
9. Since the AGM will be held through VC/OAVM facility, the Route Map is not annexed to the Notice.
10. The Board of Directors of the Company have appointed Abhishek Jain & Associates, Practicing Company Secretary (C.P No. 14857 & M.N. F12714) Raipur, as Scrutinizer to scrutinize the e-voting process, and vote casted through remote e-voting and voting at the meeting, in a fair and transparent manner. Members may note that the Scrutinizer will provide consolidated report for the votes casted through remote e-voting and e-voting at the meeting. The Scrutinizer's decision on the validity of the vote shall be final.
11. The Scrutinizer shall submit her/his report, after the completion of scrutiny, to the Chairman of the Company or the Company Secretary & Compliance Officer, as authorised by the Board, who shall countersign the same. The results of remote e-voting will be announced on or before Saturday, September 27, 2025 and will be displayed on the Company's website at www.vrajtmt.in and on the website of NSDL website of the NSE and BSE at www.nseindia and www.bseindia.com respectively.
12. The results of remote e-voting will simultaneously be intimated to the Stock Exchanges where the Equity Shares of the Company are listed and will also be displayed at the Registered Office of the Company. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the AGM.
13. Institutional/Corporate Shareholders (i.e., other than Individuals/HUF,NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or Governing Body Resolution/ Authority Letter etc., with attested specimen signature of duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by email to ajain7008@gmail.com with a copy marked to the Company at info@vrajtmt.in.
14. Statutory Registers and relevant documents referred in this Notice and explanatory statement, are available for electronic inspection at the Registered Office of the Company on all working days from the date of circulation of this Notice upto the date of the AGM and during the meeting. Members seeking to inspect such documents may send their requests to info@vrajtmt.in mentioning his/her/ its folio number /DPID and Client ID.
15. Only a person, whose name is recorded in the Register of Members and/or register of Beneficial Owners, as on Thursday, September 18, 2025, ("Cut-off Date"), maintained by the Depositories, shall be entitled to participate in the remote e-voting or e-voting during the AGM. The voting rights of Members shall be in

proportion to the equity shares held by the Members in the paid-up equity share capital of the Company as on Cut-off Date. A person who is not a member as on the Cut-off Date, should treat this Notice for the information purpose only.

16. 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 at the AGM.
17. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act read with the Rules made thereunder, MCA Circulars, Regulation 44 of the SEBI Listing Regulations, Secretarial Standard-2 and any amendments thereto, the Company is providing the facility to the Members to exercise their right to vote on the proposed resolutions electronically. The instructions for remote e-voting are provided as part of this Notice.
18. The remote e-voting period shall commence at 9:00 a.m. (IST) on Monday, September 22, 2025, and end on Wednesday, September 24, 2025 at 5:00 p.m. (IST). The Members desiring to exercise their vote should cast their vote during this period. The remote e-voting will not be allowed beyond the abovementioned date and time and the e-voting module shall be disabled upon expiry of aforesaid period. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
19. The Members who wish to complete e-voting and attend the AGM shall login as per the instructions given in this Notice.
20. Those Members who have joined the AGM 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. Those 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.
21. The e-voting Event No. for this purpose is “136274”.
22. The instructions for members for Remote E-Voting and E-Voting during AGM and Joining Meeting through VC/OAVM are as under in Annexure A.

Registered Office:

First Floor, Plot No 63& 66,
Ph No 113 Mother Teresa Ward No. 43,
Jalvihar Colony Raipur, (C.G.) 492001
Tel : 0771-4059002
CIN: L27101CT2004PLC016701
Website: <http://www.vrajtmt.in>
Email: info@vrajtmt.in

By order of the Board of Directors of
VRAJ IRON AND STEEL LIMITED

Sd/-

Priya Namdeo

(Company Secretary)

Membership Number: A50205

Place: Raipur Chhattisgarh

Date: August 28, 2025

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013
SETTING OUT ALL MATERIAL FACTS RELATING TO THE SPECIAL BUSINESS:**

Item No. 3: Ratify remuneration payable to the Cost Auditor:

Pursuant to Section 148 read with Rule 3 and 4 of Companies (Cost Records and Audit) Rules, 2014 and Companies (Cost Records and Audit) Amendment Rules, 2014 The Board on the recommendation of the Audit Committee had approved the appointment and remuneration of M/s. Sanat Joshi & Associates, Cost Accountants (Firm Registration. No.:000506) as the Cost Auditors of the company to conduct the audit of the company's cost record relating to the Sponge Iron, MS Billet, Re-rolled Product and Production of Electrical Energy, for the financial year ending March 31, 2026 at a remuneration of Rs. 60,000 (Rupees Sixty Thousand Only) P.A., plus applicable taxes and out of pocket expenses.

In accordance with the provisions of Section 148 of the Act read with rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2026.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company.

The Board of Directors hereby recommends passing of the resolution as set out in Item No. 3 of the Notice for the approval of the Members as an Ordinary Resolution.

Item No 4: Appoint of M/s Nitin Agrawal & Co. as Secretarial Auditor:

Pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') as amended, SEBI circular no. SEBI/HO/CFD/CFDPoD-2/CIR/P/2024/185 dated December 31, 2024 and the provisions of Section 204 of the Companies Act, 2013 ("the Act") read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors at their meeting held Secretaries (C.P. No. 11931 & M.N. F9684), as the Secretarial Auditors of the Company for a term of 5 (Five) consecutive years, to conduct the Secretarial Audit of the Company, commencing from Financial Year 2025-26 till Financial Year 2029-30, on following terms and conditions:

- a) Term of appointment: 5 (Five) consecutive years commencing from the Financial Year 2025-26.

b) Proposed Fees: Rs. 1,00,000/- (Rupees One Lakh Only/-) excluding applicable taxes and other out-of-pocket expenses for conducting secretarial audit of Financial Year 2025-26 and as may be mutually agreed between the Board and the Secretarial Auditors for subsequent years. Additional other permissible professional services will be determined separately by the Board in consultation with the Secretarial Auditors.

The proposed fees are based on knowledge, expertise, industry experience, time and efforts required to be put in by them, which is in line with the industry benchmark.

c) Basis of recommendations: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act read with the Rules made thereunder and the SEBI Listing Regulations with regard to the full-time partners, secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

d) Brief Profile: M/s. Nitin Agrawal & Co., Practicing Company Secretary, Raipur is the sole proprietorship firm, he is a fellow member of ICSI and graduated from B Com, and Post graduated from MBA having experience of more than 13 year in practice in Company law, NCLT, SEBI regulations and other related matter in the Company. The firm is peer reviewed in terms of the peer review guidelines issued by the Institute of Company Secretaries of India.

No order has been passed by ICSI/SEBI/MCA/any other competent authority/Court, both in India or outside India, in past 5 years against the proposed Secretarial Auditors. M/s. Nitin Agrawal & Co. did not have any association with the Company except as Secretarial Auditors, its associate company and any of the Promoter or Promoter Group entities during the last three Financial Years.

M/s. Nitin Agrawal & Co, Company Secretary has consented to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act read with the Rules made thereunder and SEBI Listing Regulations. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of the provisions of the Act, the Rules made thereunder and SEBI Listing Regulations.

The appointment of a Secretarial Auditor for a continuous five-year term by the Board is subject to approval of the shareholders, in accordance with the above SEBI regulations.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company.

The Board of Directors hereby recommends passing of this resolution as set out in Item No. 4 of the Notice for the approval of the Members as an Ordinary Resolution.

Registered Office:

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By order of the Board of Directors of
VRAJ IRON AND STEEL LIMITED

Sd/-

Priya Namdeo

(Company Secretary)

Membership Number: A50205

Place: Raipur Chhattisgarh

Date: August 28, 2025

ANNEXURE-1

The relevant details of director who is proposed to be re-appointed as directors of the Company, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by the Company Secretaries of India are as under;

| Particulars | Mr. Vijay Anand Jhanwar (DIN:00826103) |
|--|---|
| Current Position/Category of Director | Chairman and Managing Director (Executive Director) |
| Age: | 45 Years |
| Nationality | Indian |
| Qualification: | Bachelor's degree in Electrical Engineering |
| Experience: | Experience of over 02 decade in the Iron and Steel and Power Industry. |
| Expertise in specific functional areas: | He has vast experience and possesses all required competencies in the manufacturing operations, finance cost control, production efficiency, sponge iron segment, power generation, strategic business development. Manages the overall business of the Company including long term strategies. |
| Terms and conditions of appointment/reappointment | Retiring by rotation and being eligible, offers himself for re-appointment. |
| Remuneration last drawn: | Rs. 18.00 million |
| Date of First Appointment: | Appointed on 07/04/2012 as Whole Time Director and on 10/11/2023 appointed as Chairman and Managing Director |
| Number of Board Meetings attended during the year: | 16 of 16 |
| Shareholding in the Company: | 991645 Equity Shares |
| Relationship with Other Directors: | Not related to any Director of the Company |
| Name of Listed entities in which the person also holds the directorship | Listed Entity - NIL Other Companies: Gopal Sponge and Power Private Limited Vraj Metaliks Private Limited Vraj Commercial Private Limited |

| | |
|---|---|
| | Bhinaswar Commercial Private Limited Kirti Ispat Private Limited V A Transport Private Limited Utkal Ispat Private Limited |
| Listed entities from which the person has resigned in the past three years including Membership / Chairmanship of Committees of respective company | Nil |
| Terms and conditions of appointment and reappointment | To be re-appointed as Managing Director, liable to retire by rotation. |
| Memberships / Chairmanship of Committees: | Audit Committee Stakeholder Relationship Committee CSR Committee |

Registered Office:

First Floor, Plot No 63& 66,
Ph No 113 Mother Teresa Ward No. 43,
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Tel : 0771-4059002
CIN: L27101CT2004PLC016701
Website: <http://www.vrajtmt.in>
Email: info@vrajtmt.in

By order of the Board of Directors of
VRAJ IRON AND STEEL LIMITED

Sd/-

Priya Namdeo

(Company Secretary)

Membership Number: A50205

Place: Raipur Chhattisgarh

Date: August 28, 2025

ANNEXURE-A

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Monday 22nd September, 2025 at 09:00 A.M. and ends on to Wednesday 24th September, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, September 18, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, September 18, 2025.

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: ACCESS TO NSDL E-VOTING SYSTEM

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e- |

| | |
|---|---|
| | <p>Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 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. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> </div> |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p> | <ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. |

| | |
|--|--|
| | <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

| Login type | Helpdesk details |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911 |

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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 ‘Shareholder/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP 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:

| 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. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
 - 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'.
 - 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.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - 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.

STEP 2: CAST YOUR VOTE ELECTRONICALLY AND JOIN GENERAL MEETING ON NSDL E-VOTING SYSTEM.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. 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 ajain7008@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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: 022 - 4886 7000 or send a request to Mr. Pritam Dutta, Assistant Manager at pritamd@nsdl.com / evoting@nsdl.com.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF EMAIL 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 info@vrajtmt.in
2. 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 info@vrajtmt.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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 EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/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 EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/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 EGM/AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member 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.
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/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@vrajtmt.in. The same will be replied by the company suitably.
6. Registration of Speaker related point needs to be added by company.

Registered Office:

First Floor, Plot No 63& 66,
Ph No 113 Mother Teresa Ward No. 43,
Jalvihar Colony Raipur, (C.G.) 492001
Tel : 0771-4059002
CIN: L27101CT2004PLC016701
Website: <http://www.vrajtmt.in>
Email: info@vrajtmt.in

By order of the Board of Directors of
VRAJ IRON AND STEEL LIMITED

Sd/-

Priya Namdeo

(Company Secretary)

Membership Number: A50205

Place: Raipur Chhattisgarh

Date: August 28, 2025

INFORMATION AT A GLANCE:

| Sr No. | Particulars | Details |
|--------|---|--|
| 1 | Date and Time of AGM | Thursday, 25 th September, 2025 at 01.00 P.M (“IST”) |
| 2 | Mode of conduct | Video Conferencing (VC) and Other Audio-Visual Means (OAVM) |
| 3 | Link to participate in the AGM through VC/OAVM | https://www.evoting.nsdl.com |
| 4 | Contact details of NSDL (e-voting service provider) for assistance before or during the AGM | Contact No.: 022 - 4886 7000 Members may connect with: Mr. Pritam Dutta, Assistant Manager at pritamd@nsdl.com / evoting@nsdl.com |
| 5 | Cut-off date to determine entitlement for e-voting | Thursday, 18 th September, 2025 |
| 6 | E-voting start date and time | Monday, 22 nd September, 2025 at 9.00 a.m. (IST) |
| 7 | E-voting end date and time | Wednesday, 24 th September, 2025 at 5.00 p.m. (IST) |
| 8 | EVEN | 136274 |
| 9 | Name, address and contact details of Registrar and Transfer Agent | Bigshare Services Private Limited Add: Office No S6-2 6th floor Pinnacle Business Park Next to Ahura Centre Mahakali Caves Road Andheri (East) Mumbai – 400093 Maharashtra India. Contact: 022 62638200/222, Mobile: 7045030377 Email: vikas@bigshareonline.com |

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Website: <http://www.vrajtmt.in>
Email: info@vrajtmt.in

By order of the Board of Directors of
VRAJ IRON AND STEEL LIMITED

Sd/-

Priya Namdeo

(Company Secretary)

Membership Number: A50205

Place: Raipur Chhattisgarh

Date: August 28, 2025