

NOTICE

Notice is hereby given that the 53rd Annual General Meeting of the Members of **THE KOLHAPUR STEEL LIMITED** will be held at the Registered Office of the Company at Pune-Bangalore Highway, Shirol (Pulachi), Taluka Hatkanangale, Dist. Kolhapur - 416 122 on Wednesday, 18th day of July, 2018 at 11.00 a.m. to transact the following business:

1. To consider and adopt the Financial Statements as at March 31, 2018 and Boards' Report and Auditors' Report thereon.
2. To appoint a director in place of Mr. Ravi Sinha (DIN 07430157) who retires by rotation and being eligible, offers himself for re-appointment.

By the order of the Board of Directors
For **THE KOLHAPUR STEEL LIMITED**

Place: Pune
Date : May 9, 2018

sd/-
Siddhesh Mandke
Company Secretary

NOTES:

1. **A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as a proxy on behalf of Members not exceeding 50 (Fifty) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. However, a Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as Proxy for his entire shareholding and such person shall not act as a Proxy for another person or shareholder. An authorised representative of a body corporate, holding shares in a Company, may appoint a proxy under his signature. An instrument of proxy duly filled, stamped, dated and signed should be lodged at the Registered Office of the Company not later than 48 hours before the commencement of the Annual General Meeting (AGM). Proxy form which does not state the name of the Proxy shall not be considered valid. During the period beginning 24 hours before the time fixed for the commencement of AGM and ending with the conclusion of AGM, Member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided written notice is given to the Company at least 3 (three) days before the commencement of AGM. The proxy holder shall bring his/her ID-proof for the purpose of identification at the time of attending the AGM.

2. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 (Act) will be available for inspection by the Members at the time of the AGM.
3. Register of Contracts or Arrangements in which the directors are interested, as maintained under Section 189 of the Act, will be available for inspection by the Members at the time of the AGM.
4. In case, Members wish to ask for any information about the accounts or operations of the Company, they are requested to send their queries, in writing at least 7 (seven) days before the date of the AGM, so that the information can be made available at the time of the AGM.
5. Members of the Company and / or their proxies only will be allowed to attend the AGM. Before entering the meeting hall, Members and/ or proxies are requested to sign the Attendance Slip in the prescribed form and leave it at the counter.

Members are requested to carry their Folio No. / Client Id and DP Id for easy identification.

6. Since, the Company's shares are available for dematerialisation, to ensure better investor service and elimination of risk of holding shares in physical form, it is requested that the Members holding shares in physical form to get their shares dematerialised at the earliest.
7. Members who hold shares in physical form are requested to notify any change in their address to the Company / Registrar & Transfer Agents (R&T Agent) at the address mentioned below. Members, having multiple folios, are requested to intimate to the Company / R&T Agent such folios, to consolidate all shareholdings into one folio.
8. The Company has appointed M/s. Link Intime India Private Limited as its R&T Agent. Therefore, all correspondence relating to transfer and transmission of shares, issue of duplicate share certificates, change of address, dematerialisation of shares, payment of unclaimed dividend etc. will be attended and processed at the office of the R&T Agent at the following address:-

M/s. Link Intime India Private Limited
(Unit: The Kolhapur Steel Limited)
Block No. 202, 2nd Floor, Akshay Complex,
Near Ganesh Temple, Off Dhole Patil Road,
Pune - 411 001.
Tel. No. (020) 26160084
Fax No. (020) 26163503
E-mail: pune@linkintime.co.in

9. The unclaimed dividend of Rs. 208,388/- for the financial year 2009 - 10 and the underlying 165,226 (number) shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more has been transferred to Investor Education and Protection Fund" (IEPF) pursuant to the applicable provisions of Section 124 and 125 of the Act and Investor Education and protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") and amendments thereof, if any. In terms of the said Section read with relevant Rules, any money transferred to the Unpaid Dividend Account of the Company, which remains unpaid or unclaimed for a period of 7 (seven) years from the date of such transfer, shall be transferred by the Company to a fund called IEPF, established by the Central Government. Accordingly, the unpaid / unclaimed dividend for the financial year 2010-11 and onwards which has not been paid or claimed for 7 (seven) consecutive years or more will become transferable from the respective dates of transfer of such money to the unclaimed dividend account of the Company to IEPF.

The details of the same are given below:

Year	Dividend in ₹ per share	Date of declaration	Due Date of transfer to the IEPF Account
2010 - 11	1.00	14-Jul-11	August, 2018
2011 - 12	0.25	14-Jul-12	August, 2019
2012 - 13	0.25	20-Jul-13	August, 2020

The Company has not declared any dividend after the financial year 2012-13. In terms of the IEPF (Uploading of Information regarding unpaid dividend amount lying with the Companies) Rules, 2012, the details of unclaimed dividend up to the year 2012-13 have been uploaded on Company's website at www.kolhapursteel.com. Further, names of shareholders along with their folio number or DP ID - Client ID, whose shares will be transferred to IEPF are also available on the website. This will facilitate the shareholders to claim their unclaimed dividend and shares. Members are therefore, requested to check and send their claims, if any, for the relevant financial years before the respective amounts become due for transfer to IEPF.

10. Pursuant to the provisions of Section 124(5) and 125 of the Act and "IEPF Rules" and amendments thereof, if any, all shares on which dividend amount has not been paid / claimed for 7 (seven) consecutive years or more shall be transferred by way of a corporate action to the Demat Account of IEPF Authority, after complying with the procedure laid down under the IEPF Rules. The details of the shares transferred and identified to be transferred pursuant to IEPF rules are available on the website of the Company i.e. www.kolhapursteel.com

In terms of the provisions under the said Rule, the said shares and the dividend transferred to IEPF can be claimed by the shareholders or his /her legal heir subject to submission of prescribed documents and compliance of certain conditions as mentioned in the said Rule. The procedure for the same is available on the website of the Company at www.kolhapursteel.com.

11. In terms of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Companies Management and Administration) Amendment Rules, 2015 as amended and Secretarial Standards on General Meeting(SS-2), all the businesses i.e. Ordinary and Special may be transacted through electronic voting system (remote e-voting), which is being provided by the Company or by ballot paper at the venue of the AGM. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the remote e-voting facility, which is available at the link <https://www.evoting.nsdl.com>. The instructions for remote e-voting are given herein below.

E- Voting instructions:

12. The notice of the AGM is being sent to the Members, whose names appear in the Register of Members as on June 15, 2018. The cut-off date for entitlement of voting rights for the purpose of remote e-voting shall be considered on the number of shares registered in the name of the shareholders. The cut-off date for remote e-voting shall be Thursday July 11, 2018 for beneficial owners holding shares in electronic form and members holding in physical form.
13. The Board has appointed Mr. Vinayak Khanvalkar, a Practicing Company Secretary, Pune as a Scrutinizer to scrutinize the process of remote e-voting and voting by ballot in accordance with the law and in a fair and transparent manner.
14. The remote e-voting shall commence on Sunday, July 15, 2018 at 9.00 a.m. and end on Tuesday, July 17, 2018 at 5.00 p.m. Remote e-voting shall not be allowed beyond Tuesday, July 17, 2018 at 5.00 p.m. During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date July 11, 2018 may cast their vote electronically. The remote e-voting portal/facility shall forthwith be blocked by NSDL for voting after 5.00 p.m. on Tuesday, July 17, 2018.

The Chairman shall, at the 53rd AGM, at the end of discussion on the resolutions as mentioned in the Notice on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of ballot paper for all those Members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

15. In case of Members, who have registered their e-mail IDs with the Company :
- For remote e-voting, Member should log on to <https://www.evoting.nsdl.com> and click on 'Shareholder - Login' during the period mentioned in point No. 14 above.
 - Enter User ID, password and verification code as shown on the screen and click login.

Alternatively, if a Member is registered for NSDL eservices i.e. IDEAS, Member can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once Member logs-in to NSDL eservices after using log-in credentials, click on e-Voting and proceed to cast vote electronically.

User ID details for existing and new users are as given below :

	Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	User ID :
a)	For Members who hold shares in demat account with NSDL.	Eight (8) character DP ID followed by Eight (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.	Sixteen (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 followed by your Folio Number registered with the Company.	'Electronic Voting Event Number' (EVEN) For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- iii. If a Member is already registered with NSDL for remote e-voting, then a Member can use his/her existing user- ID & password for login.
- iv. Password details for new users are as given below:
 - a) If a Member is using NSDL e-Voting system for the first time, he/she will need to retrieve the 'initial password' which was communicated. Once 'initial password' is retrieved, the system will prompt to change the password.
 - b) Steps to retrieve 'initial password'
 - (i) If e-mail ID is registered in demat account, use the 'initial password' sent by NSDL on registered e-mail ID. The password to open the attached pdf file in the e-mail is Eight (8) digit client ID for NSDL account, last Eight (8) digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains 'User ID' and 'initial password'.
 - (ii) If email ID is not registered, the 'initial password' is communicated on his/her postal address.

If a Member is unable to retrieve or has not received the "Initial password" or has forgotten the password:

 - a) Click on "Forgot User Details/Password"
 - b) Physical User- Click on "Reset Password"
 - (iii) If a Member is still unable to get the password by aforesaid two options, he/she can send a request at evoting@nsdl.co.in mentioning his/her demat account number/folio number, PAN, name and registered address.
 - (iv) After entering the password, tick on Agree to "Terms and Conditions" by selecting on the check box. Now, click on "Login" button, Home page of e-Voting will open.
 - (v) After log in as mentioned in the above steps, click on 'e-voting: Active Voting Cycles'.
 - (vi) Select the (EVEN) of The Kolhapur Steel Limited (which is provided in the attendance slip).
 - (vii) Now you are ready for remote e-voting as 'voting page' opens.
 - (viii) Cast your vote by selecting appropriate option and click on 'submit' and also 'confirm' when prompted.
 - (ix) Upon confirmation, the message 'vote cast successfully' will appear. Once you have cast your vote on the resolution, you will not be allowed to modify it.
 - (x) Institutional shareholders are required to send the scanned copy (in PDF or JPEG format) of the relevant Board Resolution / Authority letter /Power of Attorney etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer at vinayak.khanvalkar@kanjcs.com with a copy marked to evoting@nsdl.co.in.
 - (xi) 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.

16. In case of other Members:

You will receive login ID and password at the bottom of the Attendance slip. Please follow steps from 15 (iv) to (xi) for casting vote electronically.

17. For those who have acquired shares and become Members of the Company after dispatch of notice and are entitled on the cut-off date i.e. July 11, 2018 for voting, may write to the Company at designated e-mail ID laxmikant.katekar@kolhapursteel.com or Ms. Pallavi Mharte, Assistant Manager NSDL or Mr. Mandar Gaikwad Assistant Manager, NSDL, at his designated e-mail ID evoting@nsdl.co.in for obtaining User ID and password, which would be sent to them forthwith in the manner mentioned above. Alternatively, you may reach the Company at +91 (230) 2468 061/2/3 or NSDL at 022 - 24994600 and lodge the request.

Please also note that in case they are already registered with NSDL for remote e-voting, they can use their existing User ID and password for casting their vote electronically.

18. Authorisations in respect of representatives of the Corporations shall be received by the scrutinizer/Company on or before close of remote e-voting. Representative attending the AGM in person to vote thereat, shall submit the letter of appointment/ authorisation, as the case may be before the commencement of AGM.
19. Please note that a Member whose name is recorded in the Register of Members or in Register of Beneficial Owners maintained by the Depositories, as on cut off date i.e. July 11,2018, only shall be entitled to avail the facility of remote-e-voting or voting at the AGM, by use of ballot paper for resolutions set out in the Notice.
20. Kindly note that vote on a resolution once cast by a Member, he/she shall not be allowed to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again and his vote, if any cast at the AGM shall be treated as invalid.
21. In case of any queries relating to remote e-voting, you may refer the Frequently Asked Questions (FAQs) and e-voting user manual for Members available at 'Downloads' sections of www.evoting.nsdl.com or call on toll free no. 1800 -222-990 or send a request at evoting@nsdl.co.in
22. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and not later than three (3) days of the conclusion of the AGM, make a consolidated Scrutinizer's report of the total votes cast in favour or against or invalid and whether the resolution has been carried or not, if any, to the Chairman of the Company or a person authorised by him in writing, who shall countersign the same.
23. The result of the resolutions shall be declared by the Chairman or the person authorised by him in writing shall declare the result of voting forthwith on receipt of the Scrutinizer's report.
24. The results declared along with the Scrutinizer's report shall be placed on the website of the Company at www.kolhapursteel.com and on the website of NSDL at www.evoting.nsdl.com immediately after the result is declared by the Chairman.
25. It is mandatory for the transferee(s) and transferor(s) to furnish copy of PAN card to the Company/R &T Agent for registration of transfer of shares along with the original share certificate copy, which investors may please note.
26. The notice has been uploaded on the website of the Company and NSDL.
27. Please note that a person who is not a member as on the cut-off date i.e. July 11, 2018 and who is in receipt of the Notice are requested to treat this Notice for information purpose only.

By the order of the Board of Directors
For **THE KOLHAPUR STEEL LIMITED**

Place: Pune
Date : May 9, 2018

sd/-
Siddhesh Mandke
Company Secretary

For Route Map please refer last page of this Annual Report.