



ASHIANA ISPAT LIMITED

CIN : L27107RJ1992PLC006611
www.ashianaispat.in

Corporate Office
908-910, Pearls Best Height-I
Netaji Subhash Place
Pitampura, New Delhi-110034
Ph. : 011-49032928, 49032938
E-mail : ail@ashianaispat.in
ashianagroup@yahoo.co.in

To,
Listing Compliance
The BSE Limited
PJ Towers, Dalal Street Fort,
Mumbai-400001

Dt.03.05.2024

Dear Sir,

Sub: Intimation of Notice of Extra-Ordinary General Meeting to be held on 06th day of June, 2024

In compliance with Regulation 30 read with Part A of Schedule III under Securities Exchange Board of India (Listing Obligation and Disclosures Requirements) Regulations, 2015, we hereby inform you that Extra-Ordinary General Meeting of Ashiana Ispat Limited will be held on Thursday, 06th day of June, 2024 at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The copy of the Notice of EGM is enclosed herewith for your kind reference. The Notice of EGM is being dispatched electronically to the members whose email IDs are registered with the Company/ Depositories.

The EGM Notice is also being made available on the website of the Company at www.ashianaispat.in

Kindly acknowledge the receipt of the same and take it on record.

Thanking You.

For Ashiana Ispat Limited

(Puneet Jain)
Managing Director
DIN: 00814312



Regd. Office & Works :
A-1116, RIICO Industrial Area, Phase-III
Bhiwadi-301019, Distt. Alwar (Rajasthan)
Phone : 01493-619107, 619125



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NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extra-Ordinary General Meeting of Ashiana Ispat Limited will be held on Thursday, 6th June, 2024 at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 20/2020, 14/2020 and 17/2020 dated 5th May, 2020, 8th April, 2020 and 13th April, 2020 respectively and further extended by MCA vide circular dated May 05, 2022 which is further extended by General Circular No. 10/2022 dated December 28, 2022 also by General Circular No. 09/2023 dtd 25.09.2023 (collectively referred to as 'MCA Circulars'), to transact the following Business:

The proceedings of the Extra-Ordinary General Meeting ("EGM") shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.

SPECIAL BUSINESS:

Item No. 1. TO APPOINT STATUTORY AUDITOR TO FILL CASUAL VACANCY ON RESIGNATION

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

"RESOLVED THAT pursuant to the provisions of section 139 and 142 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and all other applicable provision of Acts, laws, if any, M/s. Khiwani & Co. (Firm Registration No.: 002589N) be and are hereby appointed as the Statutory Auditors of the Company on such remuneration as may be determined by the Board, to fill the casual vacancy in the office of Company's Statutory Auditor caused due to resignation of the existing Statutory Auditors, M/s. S. Singhal & Co., Chartered Accountants (Firm Registration No. 001526C) and they shall hold the office till the conclusion of 32ND Annual General Meeting to be held in the year 2024.

P. D. Singh



Regd. Office & Works :
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Bhiwadi-301019, Distt. Alwar (Rajasthan)
Phone : 01493-619107, 619125

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things including fixing the remuneration in consultation with the Statutory Auditors, which may be deemed necessary and expedient to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

Registered Office:

A-1116, Phase-III, RIICO Industrial Area,
Bhiwadi-301019, District- Alwar, Rajasthan

By Order of the Board

Date: May 02, 2024



Puneet Jain
Managing Director
Ashiana Ispat Limited
DIN: 00814312



Notes: 1. Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 20/2020, 14/2020 and 17/2020 dated 5th May, 2020, 8th April, 2020 and 13th April, 2020 respectively and further extended by MCA vide circular dated May 05, 2022 which is further extended by General Circular No. 10/2022 dated December 28, 2022 also by General Circular No. 09/2023 dtd 25.09.2023 (collectively referred to as ‘MCA Circulars’), permitted holding of the General Meeting of companies through Video Conferencing or Other Audio-Visual Means (“VC/OAVM”), without physical presence of the Members at a common venue.

2. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with the MCA Circulars.

3. Pursuant to the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Link Intime (India) Private Limited (LIPL) for facilitating voting through electronic means, as the authorized e-voting’s agency.

4. The Company’s Registrar and Transfer Agents for its Share Registry work is, Link Intime India Private Limited, having office at: Noble Heights, 1st floor, Plot No NH-2, C-1 Block, LSC, near Savitri Market, Janakpuri, New Delhi, Delhi 110058



5. The Register of Members and Shares Transfer Books of the Company will remain closed from 31st May, 2024 to 6th June, 2024 (both days inclusive) for the purpose of EGM. 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 e-AGM.

6. The Company has fixed May 30, 2024 as the cut-off date for identifying the Members who shall be eligible to vote through remote e-voting facility or for participation and voting in the e-EGM. A person whose name is recorded in the Register of Members maintained by the depositories as on the closure of business hours on cut-off date shall be entitled to vote on the resolutions through the facility of Remote e-Voting or participate and vote in the e-EGM.

7. Members can cast their vote online from 3rd June, 2024 (9.00 A.M.) till 5th June, 2024 (5.00 P.M.). Voting beyond the said date shall not be allowed and the remote e-voting facility shall be blocked.

8. The Members can join the EGM 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 EGM through VC/OAVM will be made available to at least 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 EGM without restriction on account of first come first served basis.

9. Voting during the EGM: Members who are present at the e-EGM through VC and have not cast their vote on resolutions through remote e-voting may cast their vote during the e-EGM through the e-voting system provided by Link Intime (India) Private Limited in the Video Conferencing platform during the e-EGM.

10. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

11. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

12. In pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a



State or body corporate can attend the EGM through VC/OAVM and cast their votes through e-voting. Corporate Members intending to send their authorized representative are requested to send a duly certified copy of Board Resolution authorizing their representatives to attend and vote at the Extra-Ordinary General Meeting to the Company by sending an e-mail to ail@ashianaispat.in with a copy marked to scrutinizer at company1956@gmail.com by quoting the concerned DP ID and Client ID.

13. In line with the MCA Circular no. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.ashianaispat.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The EGM Notice is also disseminated on the website of Linkintime/CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. www.evotingindia.com.

14. A Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business specified above is annexed hereto.

15. Mr. Bir Shankar (Membership No. ACS 6604, COP No. 7076) proprietor of M/s. Bir Shankar & Co., Practicing Company Secretaries, Delhi appointed as the Scrutinizer to scrutinize the voting at the meeting and remote evoting process in a fair and transparent manner.

16. The Scrutinizer shall submit a consolidated report on the total votes cast in favour of or against, if any, on each of the resolutions set out in this Notice, not later than 2 working days or 3 days whichever is earlier from the conclusion of the EGM, to the Chairman of the Company. The Chairman or any other person authorised by the Chairman shall declare the results of the voting forthwith.

17. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.ashianaispat.in not later than 48 hours of the conclusion of the Meeting.

18. Subject to the receipt of requisite number of votes, the resolutions as set out in this Notice shall be deemed to be passed on the date of the EGM i.e. June 06, 2024.

19. Pursuant to sections 101 of the Act read with Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Notice of the EGM of the Company is required to be sent through email to those members whose email address is registered and in physical form to those members who have not registered their email address. However, as permitted by SEBI and MCA, the Notice of the EGM is being sent only through electronic mode to those members whose email address is registered with the Company/ Depositories. Members may note that the Notice of EGM is also available on the Company's website at www.ashianaispat.in, website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.

P. Jais



20. PROCEDURE FOR REMOTE E-VOTING

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL
 1. 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 name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. 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>
 3. 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 name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with CDSL
 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The 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.
 2. 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 the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period.

P. Jha



Additionally, there are 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.

3. If the user is not registered for Easi/Easiest, the 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.

4. Alternatively, the user can directly access the 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, the 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.

3. 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. After Successful login, you will be able to see e-Voting option. Once you 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 the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>

2. Click on "**Sign Up**" under '**SHARE HOLDER**' tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

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*Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

*Shareholders holding shares in **NSDL form**, shall provide 'D' above

? Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

? Click "confirm" (Your password is now generated).

3. Click on 'Login' under '**SHARE HOLDER**' tab.

4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.

2. E-voting page will appear.

3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution / authority letter / power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 - 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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.co.in or call at : 022- 4886 7000 and 022- 2499 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 22 55 33

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Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'

o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address.

Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.

The password should contain minimum 8 characters, at least one special character (@#\$\$&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

? It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

? For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

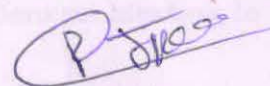
? During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

The resolutions shall be deemed to be passed at the AGM of the Company.

Registered Office:

Registered Office:
A-1116, Phase-III, RIICO Industrial Area,
Bhiwadi-301019, District- Alwar, Rajasthan
Date: May 02, 2024

By Order of the Board



Puneet Jain
Managing Director
Ashiana Ispat Limited
DIN: 00814312





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EXPLANATORY STATEMENT

ANNEXURE TO NOTICE EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Explanatory Statement sets out all the material facts relating to the Item No. 1 of the accompanying notice dated 02nd May, 2024.

ITEM NO.1

Pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014, as amended, M/s. S.Singhal & Co., Chartered Accountants (Firm Registration No. 001526C) was appointed as the Statutory Auditors of the Company by the Members at the 30th Annual General Meeting for a term of 5 (Five) years i.e. from the conclusion of 30th (Thirteenth) Annual General Meeting till the conclusion of 35th Annual General Meeting of the Company, and the existing Statutory Auditors have tendered their resignation w.e.f. February 13, 2024 due to non-communications. This has resulted into a casual vacancy in the office of Statutory Auditors of the Company. As per the Section 139 (8) of the Companies Act, 2013, the casual -vacancy caused due to resignation of auditor is required to be approved by the Shareholders in the General Meeting within three (3) months from the date of recommendation of the Board of Directors of the Company, who shall hold office till the conclusion of next annual general meeting.

Accordingly, the Board of Directors, on the recommendation of the Audit Committee, have at their meeting held on March 8, 2024 recommended the appointment of M/s. Khiwani & Co. (Firm Registration No.: 002589N) as Statutory Auditors of the Company to hold the office till the conclusion of 32nd Annual General Meeting to be held in the year 2024 and the said recommendation is being forwarded to the shareholders for their necessary ratification to confirm the said appointment.

M/s. Khiwani & Co. (Firm Registration No.: 002589N) have consented to the said appointment and confirmed that their appointment, if made will be within the limits specified under section 141 of the Act and will be in compliance with the eligibility criteria / requirements specified under the Companies Act, 2013.

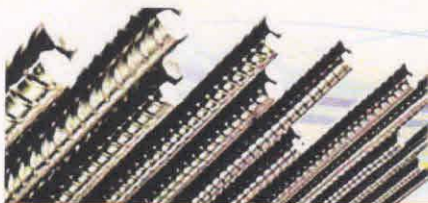
Appointment of Statutory Auditors due to casual vacancy requires the approval of shareholders. Hence, the Board recommends this resolution set out in Item No. 1 as an Ordinary Resolution for approval of the Members.

P. Jais



Regd. Office & Works :

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Bhiwadi-301019, Distt. Alwar (Rajasthan)
Phone : 01493-619107, 619125



None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution, as set out at Item No. 1 of the Notice.

EXPLANATORY STATEMENT

ANNEXURE TO NOTICE EXPLANATORY STATEMENT UNDER SECTION 173(1) OF THE COMPANIES ACT, 2013

Brief profile of Khiwani & Co. are as under

M/s Khiwani & Co. is an Auditing, Accounting and Consulting firm, formed in the year 1980 operating over last three decades, the firm has built up a client base in trading, manufacturing, service, NGO's and banking sectors. The Delhi based Chartered Accountancy firm was formed in 1980 to cater all the needs of the small and medium sized business owners under one roof. Over the years, the firm has grown in the areas not only in Statutory Audit, Internal Audit & Management Consultancy but also in the areas of Tax Planning and Corporate Governance. The firm has in house team of qualified team of expert consultants. The firm has also retained the services of company secretaries and legal advisers & solicitors as consultants on assignment basis.

Registered Office:

A-1116, Phase-III, RIICO Industrial Area,
Bhiwadi-301019, District- Alwar, Rajasthan

Date: May 02, 2024

By Order of the Board


Puneet Jain
Managing Director
Ashiana Ispat Limited
DIN: 00814312

