

INDIAN BRIGHT STEEL COMPANY LIMITED

Registered office:-

*"Aurum Platz", B.N. Cross Lane,
Pandita Ramabai Marg,
Mumbai – 400 007
Maharashtra*

*Tel + 91 22 30001700 Fax +91 22 30001796
Email indianbrightsteel@gmail.com
www.indianbrightsteel.com
C.I.N.: L13209MH1960PLC011794*

Date: 05.09.2023

To,
BSE Limited
Corporate Relationship Department
P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001

Dear Sir,

REF:-BSE SCRIP CODE: 504731

Sub: Notice of 62nd Annual General Meeting for the financial year 2022-23

Pursuant to Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice convening 62nd Annual General Meeting of the Company scheduled to be held on Friday, September 29, 2023 at 10:30 A.M at The Playce, Marathon Maxima, Lal Bahadur Shastri Rd, Near Sonapur Signal, Mulund West, Mumbai, Maharashtra 400080.

Notice is available on the website of the Company at <https://www.indianbrightsteel.com/investor.php>

You are requested to take the same on record.

Thanking you.

For **Indian Bright Steel Co Limited**

Pranali Desale
Company Secretary & Compliance Officer

NOTICE

Notice is hereby given that 62nd Annual General Meeting of INDIAN BRIGHT STEEL CO LIMITED will be held on Friday, 29th September, 2023 at 10.30 A.M at The Playce, Marathon Maxima, Lal Bahadur Shastri Rd, Near Sonapur Signal, Mulund West, Mumbai, Maharashtra 400080 to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Accounts, Report of the Auditors and Directors thereon:

To receive, consider, approve and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2023 together with the Reports of Board of Directors and Auditors thereon.

2. Re-appointment of Director retiring by rotation:

To appoint a director in place of Mr. Avinash Jajodia (DIN: 00074886) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Mr. Vipul Desai (DIN – 02074877) as Independent Director of the Company:

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 Sections 149 and 152 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Vipul Desai, who was appointed as an Additional (Independent) Director by the Board of Directors of the Company at their meeting held on 22nd November, 2022 pursuant to Section 161 of the Companies Act, 2013 and as recommended by the Nomination and Remuneration Committee and whose term of office expires at the ensuing Annual General Meeting (‘AGM’) and in respect of whom the Company has received a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years with effect from 22nd November, 2022 till 21st November, 2027.”

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to file e-Form DIR-12 and any other forms or documents, correspondences as may be required with the Registrar of Companies and to take all the steps necessary for giving effect to the said resolution.”

4. Appointment of Mr. Siddhartha Kumar Doshi (DIN - 09812222) as an Independent Director of the Company:

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 Sections 149 and 152 and all other applicable provisions, if any, of the Companies Act, 2013(“Act”) read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Siddhartha Kumar Doshi, who was appointed as an Additional (Independent) Director by the Board of Directors of the Company at their meeting held on 06th December, 2022 pursuant to Section 161 of the Companies Act, 2013 and as recommended by the Nomination and Remuneration Committee and whose term of office expires at the ensuing Annual General Meeting (‘AGM’) and in respect of whom the Company has received a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 2 (two) consecutive years with effect from 06th December, 2022 till 05th December, 2024.”

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to file e-Form DIR-12 and any other forms or documents, correspondences as may be required with the Registrar of Companies and to take all the steps necessary for giving effect to the said resolution.”

**By Order of the Board of Directors
For Indian Bright Steel Co Ltd**

**Minoo Deora
Director
DIN: 01656963**

Registered Office:

Aurum Platz”, C.S. No. 406,
Malabar Hill Division, ‘D’ Ward, B.N. Cross Lane,
Pandita Ramabai Marg,
Mumbai - 400 007

Place: Mumbai

Date: 12.08.2023

IMPORTANT NOTES:

1. The respective Explanatory Statements, pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item Nos. 3 and 4 of the accompanying Notice are annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days of notice in writing is given to the Company.

3. PROXY FORM AND ATTENDANCE SLIP ARE ENCLOSED, PROXIES IN ORDER TO BE VALID MUST REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
4. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share transfer Books of the Company will remain closed from 23rd September 2023 to 29th September 2023 (Both days inclusive).
5. The notice of Annual General Meeting will be sent to those members/beneficial owners whose name will appear in the register of members / list of beneficiaries received from the depositories as on 1st September 2023.
6. As per Section 72 of Companies Act, 2013, facility for making nominations is now available to Individuals holding shares in the Company. Members holding shares in physical form may obtain the Nomination form from its RTA. Members holding shares in electronic form have to approach their Depository Participants (DPs) for completing nomination formalities.
7. Members are requested to immediately notify changes in their respective address, if any, to the Company's Registered Office quoting their Folio no.
8. Members who hold shares in the Dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the Annual General Meeting.
9. The Company has made necessary arrangements for the members to hold their shares in dematerialized form. Those members who are holding shares in physical

form are requested to dematerialize the same by approaching any of the Depository Participants (DPs). In case any member wishes to dematerialize his/her shares and needs any assistance, he/she may write to the Company at the Corporate Office of the Company.

10. Members/Proxies should bring their copy of the Annual Report and also the attendance slip duly filled in for attending the meeting.
11. Copies of Annual Report 2023 are being sent by electronic mode only to all the members whose email addresses are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2022-23 are being sent by the permitted mode.
12. The notice of the 62nd AGM and instructions for e-voting, along with the Attendance Slip and Proxy Form, is being sent by electronic mode to all members whose email addresses are registered with the Company/Depository Participant (s) of the same.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant (s). Members holding shares in physical form shall submit their PAN details to the Company/RTA.

Voting through electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 62nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services. For this purpose, the Company has appointed National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system will be provided by NSDL.

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

The remote e-voting period begins on 26th September 2023 at 9:00 A.M and ends on 28th September 2023 at 5:00 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. 22nd September 2023, 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 22nd September 2023.

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 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.	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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period 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

	<p>2. 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.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>1) 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 user your existing my easi username & password.</p> <p>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 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. 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>

	<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.

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.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

B) Login Method for e-Voting 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:

- 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.**

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.co.in 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 on NSDL e-Voting system.

How to cast your vote electronically 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 is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 <ragini.c@rediffmail.com> with a copy marked to evoting@nsdl.co.in. 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 and 022 - 2499 7000 or send a request to Tejas Chaturvedi at evoting@nsdl.co.in

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 indianbrightsteel@gmail.com.
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 indianbrightsteel@gmail.com. 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 for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in 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.

**By Order of the Board of Directors
For Indian Bright Steel Co Ltd**

**Minoo Deora
Director
DIN: 01656963**

Registered Office:

Aurum Platz", C.S. No. 406,
Malabar Hill Division, 'D' Ward, B.N. Cross Lane,
Pandita Ramabai Marg,
Mumbai - 400 007

Place: Mumbai

Date: 12.08.2023

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No 3.

The Board of Directors approved the appointment of Mr. Vipul Desai (DIN – 02074877) as an Additional (Independent) Director on the Board of Directors of Indian Bright Steel Co Limited (“the Company”) in their meeting held on 22nd November, 2022, who shall hold the office of Director up to the date of the ensuing Annual General Meeting.

Mr. Vipul Desai has around 30 years of experience in various businesses. He has a stable and rewarding role in mainstream Corporate Governance, Financial & Fiscal Management, Legal Counsel & Advisory Services. He possess the knowledge and mature managerial drive to serve as progressive force, trusted lieutenant, conscience-keeper and guardian of business interests while making optimal use of available resources for delivering results.

Mr. Vipul Desai has given a declaration to the Board that he meets criteria of independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mr. Vipul Desai, who fulfills the conditions specified under Section 149(6) and Schedule IV of the Companies Act 2013 and is independent of the management, his presence on the Board will be of immense value to the Company.

In compliance with the provision of Section 149 read with Schedule IV of the Companies Act, 2013, the appointment of Mr. Vipul Desai as an Independent Director is required to be placed before the members at a General Meeting for their approval.

A copy of the draft letter of appointment of Mr. Vipul Desai will be available for inspection without any fee by the members at the registered office of the Company during normal business hours on any working day.

The brief resume in relation to the experience, functional expertise, memberships on other Companies’ Boards and Committees in respect of the appointment of Mr. Vipul Desai as the Independent Director is set out in this Notice as Annexure A.

None of the Directors, Key Managerial Personnel of the Company and their relatives except Mr. Vipul Desai (i.e., Director proposed for appointment), are in any way concerned or interested, financially or otherwise, in this resolution. The Board recommends the ordinary resolution set out at Item No. 3 of the accompanying Notice for your approval.

Item No 4.

The Board of Directors approved the appointment of Mr. Siddhartha Kumar Doshi (DIN – 09812222) as an Additional (Independent) Director on the Board of Directors of Indian Bright Steel Co Limited (“the Company”) in their meeting held on 06th December, 2022, who shall hold the office of Director up to the date of the ensuing Annual General Meeting.

He is a graduate in Commerce and is pursuing Chartered Accountant and has a rich experience of about 6 years in the field of Accounting and Finance.

Mr. Siddhartha Kumar Doshi has given a declaration to the Board that he meets criteria of independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mr. Vipul Desai, who fulfills the conditions specified under Section 149(6) and Schedule IV of the Companies Act 2013 and is independent of the management, his presence on the Board will be of immense value to the Company.

In compliance with the provision of Section 149 read with Schedule IV of the Companies Act, 2013, the appointment of Mr. Siddhartha Kumar Doshi as an Independent Director is required to be placed before the members at a General Meeting for their approval.

A copy of the draft letter of appointment of Mr. Siddhartha Kumar Doshi will be available for inspection without any fee by the members at the registered office of the Company during normal business hours on any working day.

The brief resume in relation to the experience, functional expertise, memberships on other Companies’ Boards and Committees in respect of the appointment of Mr. Siddhartha Kumar Doshi as the Independent Director is set out in this Notice as Annexure B.

None of the Directors, Key Managerial Personnel of the Company and their relatives except Mr. Siddhartha Kumar Doshi (i.e., Director proposed for appointment), are in any way concerned or interested, financially or otherwise, in this resolution. The Board recommends the ordinary resolution set out at Item No. 4 of the accompanying Notice for your approval.

By Order of the Board of Directors
For **Indian Bright Steel Co Ltd**

Mino Deora
Director
DIN: 01656963

Registered Office:

Aurum Platz”, C.S. No. 406,
Malabar Hill Division, ‘D’ Ward, B.N. Cross Lane,
Pandita Ramabai Marg,
Mumbai - 400 007

Place: Mumbai

Date: 12.08.2023

ANNEXURE A

As required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and clause 1.2.5 of Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, the particulars of Directors who are proposed to be appointed/re-appointed are given below:

Name of Director	Mr. Vipul Desai
Date of Birth and Age	27.12.1975 68 years
Nationality	Indian
DIN	02074877
Date of first appointment	22.11.2022 (as an Additional Director)
Designation	Independent Director
Term for appointment / re-appointment	5 Years (from 22 nd November, 2022)
Terms and condition of appointment / re-appointment	Independent Director not liable to retire by rotation
Expertise in specific functional areas/ Brief Profile	He has around 30 years of experience in various businesses. He has a stable and rewarding role in mainstream Corporate Governance, Financial & Fiscal Management, Legal Counsel & Advisory Services. He possess the knowledge and mature managerial drive to serve as progressive force, trusted lieutenant, conscience-keeper and guardian of business interests while making optimal use of available resources for delivering results.
Qualifications	Company Secretary, Cost Accountant and Law Graduate. ACIA (Florida, USA)
Other Listed Companies in which they are Director excluding Directorship in unlisted public, Private and companies under Section 8 of the Companies Act , 2013	<ul style="list-style-type: none"> National Plastic Industries Limited
List of other Companies in which	<ul style="list-style-type: none"> Salvi Chemical Industries Limited Suashish Diamonds Limited

Directorship held	
Chairman/member of the Committee of Indian Bright Steel Co Limited	<ul style="list-style-type: none"> • Audit Committee • Nomination and Remuneration Committee • Stakeholder Relationship Committee
Chairman/member of the Committee of other Companies in which individual is a Director	NIL
No. of shares held in the Company.	NIL
Relationship between Directors inter-se	NA
Last remuneration drawn	NA
Proposed remuneration	Sitting fees and commission as may be approved by the Board of Directors in accordance with applicable provisions of law
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The Nomination and remuneration committee of the Board has evaluated the profile of Mr. Vipul Desai and concluded that he possess the relevant skill and capabilities to discharge the roll of Independent Director.
Relationship with Directors	Not related to any other Director, Manager and Key Managerial Personnel.

ANNEXURE B

As required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and clause 1.2.5 of Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, the particulars of Directors who are proposed to be appointed/re-appointed are given below:

Name of Director	Mr. Siddhartha Kumar Doshi
Date of Birth and Age	17.11.1988 35 years
Nationality	Indian
DIN	09812222
Date of first appointment	06.12.2022 (as an Additional Director)
Designation	Independent Director
Term for appointment / re-appointment	2 Years (from 06 th December, 2022)
Terms and condition of appointment / re-appointment	Independent Director not liable to retire by rotation
Expertise in specific functional areas/ Brief Profile	He is a graduate in Commerce and is pursuing Chartered Accountant and has a rich experience of about 6 years in the field of Accounting and Finance.
Qualifications	B. COM. (MDS University, Rajasthan) Pursuing Chartered Accountant Course (Final Year)
Other Listed Companies in which they are Director excluding Directorship in unlisted public, Private and companies under Section 8 of the Companies Act , 2013	NA
List of other Companies in which Directorship held	NA

Chairman/member of the Committee of Indian Bright Steel Co Limited	Audit Committee Nomination and Remuneration Committee Stakeholder Relationship Committee
Chairman/member of the Committee of other Companies in which individual is a Director	NIL
No. of shares held in the Company.	NIL
Relationship between Directors inter-se	NA
Last remuneration drawn	NA
Proposed remuneration	Sitting fees and commission as may be approved by the Board of Directors in accordance with applicable provisions of law
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The Nomination and remuneration committee of the Board has evaluated the profile of Mr. Siddhartha Kumar Doshi and concluded that he possess the relevant skill and capabilities to discharge the roll of Independent Director.
Relationship with Directors	Not related to any other Director, Manager and Key Managerial Personnel.