

## NOTICE

### STEEL AUTHORITY OF INDIA LIMITED

REGISTERED OFFICE: ISPAT BHAWAN, LODI ROAD, NEW DELHI-110003

CIN: L27109DL1973GOI006454

NOTICE IS HEREBY GIVEN THAT the 42<sup>nd</sup> Annual General Meeting of the Members of Steel Authority of India Limited will be held at 1030 hours on Tuesday, the 23<sup>rd</sup> September, 2014 at NDMC Indoor Stadium, Talkatora Garden, New Delhi-110001 to transact the following businesses:

#### ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2014 together with Directors' and Auditors' Reports thereon.
2. To appoint a director in place of Shri S. S. Mohanty (DIN: 02918061), who retires by rotation at this Annual General Meeting and is eligible for re-appointment.
3. To appoint a director in place of Shri H. S. Pati (DIN:05283445), who retires by rotation at this Annual General Meeting and is eligible for re-appointment.
4. To fix the remuneration of the Auditors of the Company appointed by the Comptroller & Auditor General of India for the Financial Year 2014-2015.
5. To confirm payment of Interim Dividend @ 20.20% of the Paid-up Equity Share Capital by the Company in the month of February, 2014 as Final Dividend for the Financial Year 2013-14.

#### SPECIAL BUSINESS

6. To appoint Shri Binod Kumar (DIN: 06379761) as a Whole Time Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:  
"RESOLVED THAT Shri Binod Kumar, (DIN: 06379761) who was appointed as an Additional Director of the Company by the Board of Directors under Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing proposing his candidature for the office of Director under Section 160 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company, liable to retire by rotation."
7. To appoint Shri R. S. Sharma (DIN: 00013208) as an Independent Director and in this regard 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 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, Shri R.S. Sharma (DIN: 00013208), who was appointed as an Additional Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director be and is hereby appointed as an Independent Director of the Company to hold office for 3(three) consecutive years for a term upto 18<sup>th</sup> February, 2017."
8. To appoint Shri N.C. Jha (DIN: 00657309) as an Independent Director and in this regard 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 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, Shri N.C. Jha (DIN: 00657309), who was appointed as an Additional Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director be and is hereby appointed as an Independent Director of the Company to hold office for 3(three) consecutive years for a term upto 18<sup>th</sup> February, 2017."

9. To appoint Shri D.K. Mittal (DIN:00040000) as an Independent Director and in this regard 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 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, Shri D.K. Mittal (DIN:00040000), who was appointed as an Additional Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director be and is hereby appointed as an Independent Director of the Company to hold office for 3(three) consecutive years for a term upto 18<sup>th</sup> February, 2017."

10. To appoint Smt. Parminder H. Mathur (DIN:00077306) as an Independent Director and in this regard 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 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, Smt. Parminder H. Mathur (DIN: 00077306), who was appointed as an Additional Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director be and is hereby appointed as an Independent Director of the Company to hold office for 3(three) consecutive years for a term upto 18<sup>th</sup> February, 2017."

11. To raise funds upto ₹5,000 crore through issue of Bonds/Debentures on Private Placement basis and in this regard to consider and if thought fit, to pass with or without modification the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and any other applicable provisions of the Companies Act, 2013, the Board of Directors of the Company be and is hereby authorized to make Offer(s) or Invitation(s) to raise funds through Private Placement of Secured Non-convertible Debentures/Bonds of up to ₹ 5,000 crore, in one or more tranches to such person or persons, including eligible investors (whether residents and/or non-residents and/or institutions/incorporate bodies and/or individuals and/or trustees and/or banks or otherwise, in domestic and/or



one or more international markets), Non-resident Indians, Foreign Institutional Investors (FIIs), Venture Capital Funds, Foreign Venture Capital Investors, State Industrial Developments Corporations, Insurance Companies, Provident Funds, Pension Funds, Development Financial Institutions, Bodies Corporate, companies, private or public, or other entities, authorities and such other persons, who may or may not be the bond/debenture holders of the Company, in one or more combinations thereof, including the green-shoe option (within overall limit of Rs.5,000 crore, as stated above), as the Board may, at its sole discretion decide on such terms and conditions as may be finalized by the Board or any Committee thereof as may be approved and authorized by the Board or such other functionary of the Company as may be approved by the Board/ or such Committee."

"RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to authorize the Committee of the Board to determine the terms of the Issue, including the class of investors to whom the bonds/debentures are to be allotted, the number of bonds/debentures to be allotted in each tranche, issue price, tenor, interest rate, premium/discount to the then prevailing market price, amount of issue, discount to issue price to a class of bond/debenture holders, listing, issuing any declaration/undertaking, etc. required to be included in the Private Placement Offer Letter and any other regulatory requirement for the time being in force."

"RESOLVED FURTHER THAT the Board of Directors of the Company and/ or a Committee thereof as may be approved and authorized by the Board, if any, be and are hereby authorized to do all necessary acts, deeds, actions, and other things and to take all such steps as may be required or considered necessary or incidental thereto for giving effect to this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or to any one or more Directors of the Company."

12. To create mortgage and/or charge over the movable and immovable properties of the Company and in this regard to consider and if thought fit, to pass with or without modification the following resolution as a **Special Resolution**:

"RESOLVED THAT consent of the Company be and is hereby accorded in terms of Section 180 (1)(a) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and any other applicable laws and provisions of Articles of Association of the Company, to the Board of Directors of the Company (the "Board") or any Committee thereof, to create charge, hypothecation, mortgage, pledge in addition to existing charges, mortgages and hypothecations created by the Company on any movable and/or immovable properties of the Company wheresoever situated, both present and future and on the whole or substantially the whole of the undertaking or the undertakings of the Company in favour of any banks, financial institutions, hire purchase/lease companies, body corporate, trustees for the holders of Debentures/Bonds/Other

Instruments/Securities or any other persons on such terms and conditions and covenants as the Board or the Committee thereof may think fit for securing borrowings of funds, availed or to be availed, from time to time, by way of Term Loans, External Commercial Borrowings, issue of Debentures/Bonds, etc. not exceeding the limit prescribed under Section 180(1)(c) of the Companies Act, 2013.

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee duly constituted and approved by the Board of Directors) be and is hereby authorized, and it shall always be deemed to have been so authorized to finalize and execute with the lenders the requisite agreements, documents, deeds and writings for borrowing and/or creating the aforesaid mortgage(s) and / or charges and to do all such other acts, deeds and things and to take all such steps as may be required or considered necessary or incidental thereto for giving effect to the above resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or to any one or more Directors of the Company."

13. To ratify the remuneration of the Cost Auditors of the Company for the Financial Year 2014-15 and in this regard 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 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of ₹ 9,50,000/- plus service tax as applicable and reimbursement of Daily Allowance, travelling expenses and out of pocket expenses to be paid to the Cost Auditors viz. M/s. Sanjay Gupta & Associates, New Delhi (for Bokaro Steel Plant and Rourkela Steel Plant), M/s. K. C. Kohli & Co., New Delhi (for Bhilai Steel Plant, Durgapur Steel Plant and IISCO Steel Plant) and M/s. R.J. Goel & Co., New Delhi (for Alloy Steels Plant, Salem Steel Plant and Visvesvaraya Iron and Steel Plant) for the Financial Year 2014-15, as approved by the Board of Directors, be and is hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors

  
(M.C. Jain)  
Secretary

New Delhi  
Dated: 23rd August, 2014  
Registered Office: Ispat Bhawan, Lodi Road, New Delhi-110003.  
CIN: L27109DL1973GOI006454

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## Notes:

1. The relevant Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013, in respect of the business Item Nos.6 to 13 above is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. THE BLANK PROXY FORM IS ENCLOSED.  
A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
3. Only members carrying the attendance slips or holders of valid proxies registered with the Company will be permitted to attend the meeting. In case of shares held in joint names or shares held under different registered folios wherein the name of the sole holder/first joint-holder is same, only the first joint-holder/sole holder or any proxy appointed by such holder, as the case may be, will be permitted to attend the meeting.
4. Members attending the meeting are requested to bring their copy of the Annual Report as extra copies will not be supplied.
5. The Register of Members of the Company will remain closed from **12<sup>th</sup> August, 2014 to 29<sup>th</sup> August, 2014 (both days inclusive).**
6. M/s. MCS Limited are acting as the Registrar and Transfer Agent (R&TA) for carrying out the Company's entire share related activities viz. Transfer/transmission/transposition/dematerialisation/rematerialisation/split/consolidation of shares, change of address, bank mandate, filing of nomination, dividend payment and allied activities. Shareholders are requested to make all future correspondence related to share transfer and allied activities with this agency only at the following address:  
M/s. MCS Limited,  
F-65, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase-I,  
New Delhi-110020  
Phone No.011-41406149 e-mail: admin@mcsdel.com
7. **Dematerialisation**
  - i) Securities and Exchange Board of India (SEBI) Regulations provide that equity shares of SAIL are to be compulsorily delivered in the dematerialized form, for the purpose of trading. Though most of the shareholders have converted their holdings into demat form, it is seen that some shareholders still hold their shares in paper form (Physical). In this connection it is advised in their interest, to open a demat account with any depository participant authorized by either National Securities Depository Ltd. or Central Depository Services Ltd. and dematerialize their shares.
  - ii) Members holding shares in the physical form should notify change in their addresses, if any, to the R&TA specifying full address in block letters with PIN CODE of their post offices, which is mandatory. Members holding shares in the Electronic Form (Demat), should inform the change of address to their Depository Participant.
  - iii) **ECS MANDATE**  
Shareholders holding shares, whether in Physical or Demat form are advised to opt for Electronic Clearing Services (ECS) for any future payouts from the Company. Under the ECS, the payment instruction is issued by the banker (Payer's banker) electronically to the clearing authority (RBI or SBI). The clearing authority provides credit reports to the payee's Bank, who credits the amount to their respective accounts. It becomes inevitable that the shareholders opting for ECS should provide details of their Bank Name, A/c No.,

A/c Type, Branch name, 9 digit MICR no. along with their Name and Folio Number (DP-ID/Client ID) to the Company if their holding is in Physical form and to the Depository participant, if their holding is in demat form.

8. Members holding shares in identical order of names in more than one folio are requested to write to the Company's Shares Department/R&TA enclosing their Share Certificates to enable the Company to consolidate their holdings in one folio.
9. The Company has transferred to Investor Education and Protection Fund, unclaimed dividends till financial year 2006-07 (Interim). The Company has, thereafter, paid/declared the following dividends:

Year	Interim Dividend (%)	Final Dividend (%)
2006-2007	-	15.00
2007-2008	19.00	18.00
2008-2009	13.00	13.00
2009-2010	16.00	17.00
2010-2011	12.00	12.00
2011-2012	12.00	8.00
2012-2013	16.00	4.00
2013-2014	20.20	-

Shareholders who have not encashed their dividend warrants as above are requested to make their claims to the company.

10. Members seeking further information on the Accounts or any other matter contained in the Notice, are requested to write to the Company at least 7 days before the meeting so that relevant information can be kept ready at the meeting.
11. In compliance with provisions of Clause 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is offering e-voting facility to all the Shareholders of the Company in respect of items to be transacted at this Annual General Meeting. Details regarding User ID and Password including instructions for e-voting are provided in this Notice. All members are requested to read those instructions carefully before casting their e-vote. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote electronically shall not be allowed to vote again at the Meeting. Members who have not voted electronically can cast their vote at the venue of AGM.
12. **Green Initiative in Corporate Governance of Ministry of Corporate Affairs.**  
The Ministry of Corporate Affairs ("Ministry") has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by companies through electronic mode. In accordance with the circulars issued by the Ministry of Corporate Affairs, companies can now send various notices / documents (including notice(s) calling General Meeting(s), Audited Financial Statements, Directors' Report, Auditors' Report etc.) to their shareholders through electronic mode, to the registered email addresses of the shareholders.  
Members are requested to opt for receipt of the above notices/ documents through electronic mode. They are requested to register their e-mail ID for this purpose with their respective depository participant or with the Company's Registrar and Transfer Agent i.e. M/s. MCS Limited at the address given above or e-mail at [gogreensail@mcsdel.com](mailto:gogreensail@mcsdel.com).  
Please note that these documents will also be available on the Company's website [www.sail.co.in](http://www.sail.co.in) and physical copies of the same will also be available at the registered office as mentioned herein above for inspection during office hours.
13. **Entry to the Auditorium will be strictly against Entry Slip available at the counters at the venue and against exchange of Attendance Slip.**
14. **No Brief case or Bag or mobile phone will be allowed to be taken inside the auditorium.**



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

### Item No. 6

On nomination by the President of India vide Government's Notification No.6(2)/2013-SAIL-PC-Vol.II dated 2<sup>nd</sup> December, 2013, Shri Binod Kumar (DIN: 06379761) was appointed as an Additional Director of the Company with effect from 2<sup>nd</sup> December, 2013 subject to his re-appointment by the shareholders in the Annual General Meeting. His tenure as Director is for a period of five years from 2.12.2013 or till the date of his superannuation or until further orders, whichever is earliest. He is liable to retire by rotation in terms of provision of the Companies Act, 2013. In terms of Section 161 of the Companies Act, 2013 and Articles of Association of the Company, he would hold office upto the date of the ensuing Annual General Meeting. The notice under Section 160 of the said Act has been received from a member proposing the name of Shri Binod Kumar as a candidate for the office of Director of the Company.

Shri Binod Kumar, aged 57 years, is a B.Tech. in Metallurgy from IIT/Kanpur. Shri Kumar joined SAIL's marketing team in 1980. In his over 33 years of service in SAIL, Shri Kumar held several important positions in the Central Marketing Organisation of the Company, which manages the country's largest steel marketing network. He has also worked closely with the SAIL Plants and R&D centre in the development of a number of commercially viable steel grades for specific strategic applications.

Shri Binod Kumar is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Save and except Shri Binod Kumar and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in the Resolution set out at Item No.6 of the Notice.

Board considers it desirable that the Company should continue to avail itself of his services as a Director and recommend this Resolution for approval of the shareholders.

### Item No. 7

On nomination by the President of India vide Government's Notification No.6(5)/2013-SAIL(PC) dated 18<sup>th</sup> February, 2014, Shri R. S. Sharma (DIN: 00013208) was appointed as an Additional Director of the Company with effect from 19<sup>th</sup> February, 2014. His tenure as non-official part-time Director is for a period of three years with effect from 19<sup>th</sup> February, 2014 or until further orders, whichever is earlier. In terms of the provisions of Section 161(1) of the Act, Shri R.S. Sharma would hold office upto the date of ensuing Annual General Meeting. The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Shri R.S. Sharma for the office of Director of the Company.

Shri R.S. Sharma, aged 63 years, is the former Chairman and Managing Director of India's premier national oil company-Oil and Natural Gas Corporation Ltd. (ONGC). He was also concurrently the Chairman of ONGC Videsh Ltd. (OVL), Mangalore Refinery & Petrochemicals Ltd (MRPL) and five other ONGC Group companies during 56 month period May, 2006 to January, 2011.

Shri R.S. Sharma, a Fellow Member of the Institute of Cost Accountants of India (earlier Institute of Cost & Works Accountant of India) and an

Associate Member of the Indian Institute of Bankers, has participated in various management programmes in India and overseas. Prior to joining ONGC in the middle management level, he has functioned as Regional Head of Finance for overseas operation of another PSU. Shri Sharma has also had over 10 years banking experience with specialized experience in Credit Appraisal. Shri R.S. Sharma had led ONGC and Group Companies to a commendable height of corporate excellence.

He is currently having diverse assignments and Board positions as under:

- Chairman - Lloyd's Register-South West Asia
- Chairman - Hydrocarbon Committee, FICCI
- Chairman - Quality Review Board, Institute of Cost Accountants of India
- Promoter - Director - Corevalues Consulting Pvt. Ltd.
- Director - Aventus Capital Pvt. Ltd.
- Non Executive Non Independent - Jubilant Energy NV Director
- Non Official Part Time Director - Dedicated Freight Corridor Corporation of India Ltd.
- Non Official Part Time Director - Rail Vikas Nigam Ltd.
- Director - Steag O&M Company Pvt Ltd.
- Independent Director - Steel Authority of India Ltd.
- Additional Director - Hinduja Leyland Finance Ltd.

While Shri Sharma was instrumental for ONGC getting numerous awards and accolades for its various activities, he himself was also conferred with several prestigious awards and accolades. Out of his personal accolades a few are worth mentioning, like CNBC TV18 CFO Award in 2005, 2006, 2007; Amity Corporate Leadership Award in 2009; CII Outstanding Performance Award in 2010; ICONOCLAST CEO Award in 2010 and Star Lifetime Achievement Award for HR Leadership in February, 2011.

Shri R.S. Sharma is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Shri R.S. Sharma that he meets with the criteria of independence as prescribed under sub-section 6 of Section 149 of the Act.

Save and except Shri R.S. Sharma and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in the Resolution set out at Item No.7 of the Notice.

Keeping in view the vast expertise and knowledge of Shri R.S. Sharma, Board considers it desirable that the Company should continue to avail itself of his services as a Director and recommend this Resolution for approval of the shareholders.

### Item No. 8

On nomination by the President of India vide Government's Notification No.6(5)/2013-SAIL(PC) dated 18<sup>th</sup> February, 2014, Shri N.C. Jha (DIN: 00657309) was appointed as an Additional Director of the Company with effect from 19<sup>th</sup> February, 2014. His tenure as non-official part-time Director is for a period of three years with effect from 19<sup>th</sup> February, 2014 or until further orders, whichever is earlier. In terms of

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the provisions of Section 161(1) of the Act, Shri N.C. Jha would hold office upto the date of ensuing Annual General Meeting. The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Shri N.C. Jha for the office of Director of the Company.

Shri N.C. Jha, aged 62 years, superannuated from Coal India Limited, a Maharatna CPSU as its Director (Technical) and CMD (Addl. Charge) in January, 2012. He holds B.Tech and M.Tech degrees in Mining Engineering from Indian School of Mines, Dhanbad with First Class Manager's Certificate to manage Coal Mines from DGMS. During his career spanning 37 years in Coal India Limited, he specialised in the areas of Planning & Design of Underground and Open Cast Mines, Quality Control of the coal supplies and Coal Resource Development. For his outstanding contribution to the Mining Industry, he received awards like, "National Geo-Science Award 2009 in Mining Technology" from the Vice-President of India, "D.D. Thakkar Award of 2011" from Mining Geological and Metallurgical Institute of India (MGMI) and "Eminent Engineering Personality Award for 2011" from the Institution of Engineers (India). He is a past President of MGMI and a Fellow of the Institution of Engineers (India).

Shri Jha has served on the Boards of Coal India Limited, Central Mine Planning & Design Institute Ltd, Bharat Coking Coal Limited, South Eastern Coalfields Ltd, International Coal Ventures Pvt. Ltd., Monnet Ispat & Energy Limited, MP Monnet Mining Company Ltd and Urtan North Mining Company Ltd. At present, he is also on the Board of MSTC Limited (earlier Metals & Scrap Trading Corporation) and Chair Professor (Sandvik Chair) at ISM, Dhanbad, engaged in teaching and guiding research projects.

Shri N.C. Jha is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Shri N.C. Jha that he meets with the criteria of independence as prescribed under sub-section 6 of Section 149 of the Act.

Save and except Shri N.C. Jha and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in the Resolution set out at Item No.8 of the Notice.

Keeping in view the vast expertise and knowledge of Shri N.C. Jha, Board considers it desirable that the Company should continue to avail itself of his services as a Director and recommend this Resolution for approval of the shareholders.

## **Item No. 9**

On nomination by the President of India vide Government's Notification No.6(5)/2013-SAIL(PC) dated 18<sup>th</sup> February, 2014, Shri D.K. Mittal (DIN:00040000) was appointed as an Additional Director of the Company with effect from 19<sup>th</sup> February, 2014. His tenure as non-official part-time Director is for a period of three years with effect from 19<sup>th</sup> February, 2014 or until further orders, whichever is earlier. In terms of the provisions of Section 161(1) of the Act, Shri D.K. Mittal would hold office upto the date of ensuing Annual General Meeting. The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Shri D.K. Mittal for the office of Director of the Company.

Shri Dinesh Kumar Mittal, aged 61 years, is a former Indian Administrative Service (IAS) officer of 1977 batch of UP cadre. He is a B.Sc. and M.Sc. (Physics) from University of Allahabad. During 36 years as a Public Servant he has had hands on experience in Infrastructure, International Trade, Urban Development, Renewable Energy, Agricultural Development and Micro-Credit, Corporate Governance, Banking, Insurance, Pension and Finance. He was Secretary to the Government of India in the Ministry of Corporate Affairs and also in the Ministry of Finance, Department of Financial Services. He has held directorship in various CPSEs and Private organizations like, IL&FS Infrastructure Development Corporation, Reserve Bank of India, SBI, Life Insurance Corporation of India, Exim Bank of India, IIFCL and

IIFCL (UK). He is currently holding the position of Director in several Companies as under : Business Strategy Advisory Services Pvt. Ltd., Max Life Insurance Company Limited, Balrampur Chini Mills Ltd., Shivalik Mercantile Cooperative Bank, HSBC Asset Management (India) Pvt. Ltd., Bharti Airtel Ltd. and ONGC Tripura Power Co. Ltd.

Shri D.K. Mittal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Shri D.K. Mittal that he meets with the criteria of independence as prescribed under sub-section 6 of Section 149 of the Act.

Save and except Shri D.K. Mittal and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in the Resolution set out at Item No.9 of the Notice.

Keeping in view the vast expertise and knowledge of Shri D.K. Mittal, Board considers it desirable that the Company should continue to avail itself of his services as a Director and recommend this Resolution for approval of the shareholders.

## **Item No. 10**

On nomination by the President of India vide Government's Notification No.6(5)/2013-SAIL(PC) dated 18<sup>th</sup> February, 2014, Smt. Parminder H. Mathur (DIN:00077306) was appointed as an Additional Director of the Company with effect from 19<sup>th</sup> February, 2014. Her tenure as non-official part-time Director is for a period of three years with effect from 19<sup>th</sup> February, 2014 or until further orders, whichever is earlier. In terms of the provisions of Section 161(1) of the Act, Smt. Parminder H. Mathur would hold office upto the date of ensuing Annual General Meeting. The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Smt. Parminder H. Mathur for the office of Director of the Company.

Smt. Parminder H. Mathur, aged 64 years, is a former Indian Administrative Service (IAS) Officer 1974 batch of Himachal Pradesh Cadre and retired as Additional Chief Secretary to the Government of Himachal Pradesh. She is a post graduate in Political Science and an M.B.A. from Leeds University, U.K.

During her 35 years as a public servant she has worked in several key sectors like Industries, Labour & Employment, Transport, Women & Child Development, Social Justice & Empowerment, Relief & Rehabilitation, Disaster Management, Food & Civil Supplies, Rural Development etc. She has extensive experience in Human Resource Development, Personnel Management, Vigilance Management, Gender Sensitisation & Women Empowerment.

She has been associated with Public Sector Undertakings in her capacity as Managing Director of HP States Small Industries & Export Corporation and as Director in several State Public Sector Undertakings such as HP Financial Corporation, State Industrial Development Corporation, and HP State Civil Supplies Corporation. She has held Director level posts in two Navratna CPSEs viz Hindustan Petroleum Corporation Ltd. and Videsh Sanchar Nigam Ltd.

Smt. Parminder H. Mathur is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. The Company has received a declaration from Smt. Parminder H. Mathur that she meets with the criteria of independence as prescribed under sub-section 6 of Section 149 of the Act.

Save and except Smt. Parminder H. Mathur and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in the Resolution set out at Item No.10 of the Notice.

Keeping in view the vast expertise and knowledge of Smt. Parminder H. Mathur, Board considers it desirable that the Company should continue to avail itself of her services as a Director and recommend this Resolution for approval of the shareholders.

**Item No. 11**

Your Company has taken up a massive Modernisation & Expansion programme of its Plants and also for augmentation of Raw Material supplies from its own mines. The expansion programme has been decided to be funded through a mix of debt and equity. The Company has already spent about ₹53,270 crore on its expansion programme till 31.03.2014. A sum of ₹9,000 crore is planned to be spent during the current Financial Year 2014-15. In order to part finance this expenditure, your Company plans to borrow about ₹5,000 crore during the year. On analysis of the various options of raising funds through borrowing in Domestic and International Market, it has been decided by the Board of Directors to raise the funds through private placement of Secured Non-convertible Debentures / Bonds to the extent of ₹5,000 crore during the year.

The provisions of Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 mandate the Company to seek approval of shareholders by means of a Special Resolution for raising funds through private placement of non-convertible debentures/bonds. Accordingly, approval of Shareholders for the resolution as set out in Item No.11 of the Notice is being sought to borrow funds by Offer or Invitation to subscribe to Secured Non-convertible Debentures / Bonds for an amount upto ₹ 5,000/- crore. This resolution would be valid for the period of one year from the date of this AGM. The terms of conditions of Secured Non-convertible Debentures / Bonds shall be decided by the Board of Directors / Committee thereof or any one or more Directors, as may be required.

The Board recommends the Resolution for your approval as Special Resolution.

None of your Directors or relatives of the Directors and other Key Managerial Personnel are concerned or interested, financial or otherwise, in the said resolution.

**Item No.12**

Your Company has taken up a massive Modernisation & Expansion programme of its Plants and also augmentation of Raw Material supplies from its own mines. The expansion programme has been decided to be funded through a mix of debt and equity. The borrowings of the Company are in general required to be secured by mortgages / charges / hypothecation or encumbrances on all or any of the movable or immovable properties of the Company. It is proposed to seek consent of the members in terms of Section 180(1)(a) of the Companies Act, 2013 to enable the Company to create charge, hypothecation, mortgage, pledge on any movable, immovable properties of the Company both

present and future and on the whole or substantially the whole of the undertaking or undertakings of the Company and wherever situated upto the limit prescribed under Section 180(1)(c) of the Act and to authorize the Board to take necessary action in this regard.

In view of the above, your Directors recommend to the members to pass a Special Resolution under the provisions of Section 180(1)(a) of the Companies Act, 2013 in order to enable the Board of Directors of the Company to create mortgage and / or charge for securing the borrowings of the Company, as and when necessary.

None of the Directors and / or Key Managerial Personnel or their relative(s) is / are concerned or interested in the resolution.

**Item No. 13**

The Board of Directors of the Company, on the recommendation of the Audit Committee, at its meeting held on 11<sup>th</sup> August, 2014 has considered and approved the appointment of M/s. Sanjay Gupta & Associates, New Delhi (for Bokaro Steel Plant and Rourkela Steel Plant), M/s. K. C. Kohli & Co., New Delhi (for Bhilai Steel Plant, Durgapur Steel Plant and IISCO Steel Plant) and M/s. R.J. Goel & Co., New Delhi (for Alloy Steels Plant, Salem Steel Plant and Visvesvaraya Iron and Steel Plant) as the Cost Auditors of the Company for the Financial Year 2014-15, at a total remuneration of ₹9,50,000/- plus service tax as applicable, reimbursement of Daily Allowance, travelling expenses and out of pocket expenses.

Pursuant to Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration, as approved by the Board of Directors of the Company on the recommendation of the Audit Committee, is required to be subsequently ratified by the Members of the Company. Accordingly, the resolution for ratification of the fee of the Cost Auditors as set out at Item No. 13 of the Notice is submitted for approval of the Shareholders.

None of the Directors and/or Key Managerial Personnel of the Company and / or their relatives are concerned or interested in the resolution.

The Board recommend the resolution for your approval.

By order of the Board of Directors

*M.C. Jain*  
(M.C. Jain)  
Secretary

New Delhi

Dated: 23rd August, 2014

Registered Office: Ispat Bhawan, Lodi Road, New Delhi-110003

CIN: L27109DL1973GOI006454

**Details of Directors seeking re-appointment in forthcoming Annual General Meeting furnished in terms of clause 49 of Listing Agreement:**

Name of the Director	Shri S.S. Mohanty	Shri H.S. Pati
Date of Birth	14-6-1956	2-3-1955
Date of Appointment	15-3-2012	1-5-2012
Expertise in Specific functional areas	Production, Planning and Management of Steel Plants	Human Resource Management
Qualifications	M.Sc. Engg. (Mech) & PG Diploma in Indl Mgt.	MA (Economics) & DSW
List of Companies in which outside Directorship is held.	<ul style="list-style-type: none"> <li>• S &amp; T Mining Co. Pvt. Ltd. – Director</li> <li>• International Coal Ventures Pvt. Limited – Director</li> <li>• Indian Iron &amp; Steel Sector Skill Council – Addl. Director</li> </ul>	-
Chairman/Member of the Committees of the Board of the Companies on which he is a Director.	-	<b>SAIL</b> <ul style="list-style-type: none"> <li>• Stakeholders Relationship Committee - Member</li> </ul>

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## The instructions for members for voting electronically are as under:-

### In case of members receiving e-mail:

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on "Shareholders" tab.
- (iii) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID.
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

### For Members holding shares in Demat Form and Physical Form

PAN Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

- Physical Shareholders who have not updated their PAN with the Company are requested to use the first two letters of their name in Capital Letter followed by 8 digits folio no in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's before the folio number. Eg. If your name is Ramesh Kumar with folio number 1234 then enter RA00001234 in the PAN field
- Demat Shareholders who have not updated their PAN with their Depository Participant are requested to use the first two letters of their name in Capital Letter followed by 8 digit CDSL/ NSDL client id. For example: in case of name is Rahul Mishra and Demat A/c No. is 12058700 00001234 then default value of PAN is RA00001234.

DOB Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.

Dividend Bank Details Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.

- Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please

enter the number of shares held by you as on 11th August, 2014 in the Dividend Bank details field.

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for STEEL AUTHORITY OF INDIA LIMITED on which you choose to vote.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT": A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvi) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

### In case of members receiving the physical copy \*

(\* Please follow all steps from sl. no. (i) to sl. no. (xvi) above to cast vote.

(A) The voting period begins on 15<sup>th</sup> September, 2014 at 9.00 AM and ends on 17<sup>th</sup> September, 2014 at 6.00PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 11<sup>th</sup> August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(B) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Wenceslaus Furtado on toll free number 1800 200 5533.

### Other Information:

1. Shri Sachin Agarwal, Practising Company Secretary, has been appointed as a Scrutiniser to scrutinize the e-voting process in a fair and transparent manner.
2. The Scrutiniser shall within a period of not exceeding three (3) working days from conclusion of the e-voting period unblock the votes in the presence of at least two (2) witness not in the employment of the Company and will make a Scrutiniser's Report of votes cast in favour or against, if any, forthwith to the Chairman of the meeting.
3. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date (i.e. record date), being 11<sup>th</sup> August, 2014.
4. The Results on resolutions shall be declared at or after Annual General Meeting of the Company and the resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolutions.
5. The Results declared along with the Scrutinizer's Report shall be available on the website of the Company ([www.sail.co.in](http://www.sail.co.in)) and on M/s CDSL's website ([www.cdslindia.com](http://www.cdslindia.com)) within two (2) days of passing of the resolutions and shall also be communicated to BSE Limited and National Stock Exchange of India Limited.





## STEEL AUTHORITY OF INDIA LIMITED

CIN: L27109DL1973GOI006454

Registered Office: Ispat Bhawan, Lodi Road, New Delhi - 110 003

Tel: +91 11 24367481, Fax: +91 11 24367015, E-mail: investor.relation@sailex.com, Website: www.sail.co.in

### ATTENDANCE SLIP

42<sup>nd</sup> Annual General Meeting to be held on Tuesday, 23<sup>rd</sup> September, 2014 at 10.30 hours

NAME OF THE ATTENDING MEMBER (IN BLOCK LETTERS)	
*Folio No.	
DPID No./ Client ID No.	
No. of Shares Held	
NAME OF PROXY (IN BLOCK LETTERS, TO BE FILLED IN IF THE PROXY ATTENDS INSTEAD OF THE MEMBER)	

I, hereby record my presence at the 42<sup>nd</sup> Annual General Meeting of the Company to be held on Tuesday, 23<sup>rd</sup> September, 2014 at NDMC Indoor Stadium, Talkatora Garden, New Delhi-110001.

\* Applicable in case of Shares held in Physical Form

Member's/Proxy's Signature \_\_\_\_\_

#### NOTE:

- The attendance slip should be signed as per the specimen signature registered with the R&TA/Depository Participant (DP). Such duly completed and signed Attendance Slip should be handed over at the R&TA counter(s) at the venue against which R&TA will provide admission card.
- Entry to the hall will be strictly on the basis of admission card as provided by R&TA.
- Members in person/Proxy holders may please carry photo-ID card for identification/verification purposes.
- Shareholder(s) present in person or through registered proxy shall only be entertained.
- Briefcase, mobile phone, bag, eatables, helmets and other belongings will not be allowed to be taken inside the venue of the meeting for security purposes and shareholder(s)/ proxy holder(s) will be required to take care of their belonging(s).
- No gifts will be distributed at the Annual General Meeting.

## STEEL AUTHORITY OF INDIA LIMITED

CIN: L27109DL1973GOI006454

Registered Office: Ispat Bhawan, Lodi Road, New Delhi - 110 003

Tel: +91 11 24367481, Fax: +91 11 24367015, E-mail: investor.relation@sailex.com, Website: www.sail.co.in

### PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s)	
Registered address	
Folio No./DPID-Client ID	
Email ID	

I/We, being the member(s) of ..... shares of the above named company, hereby appoint:

1. Name: ..... Address: .....

E-mail Id: ..... Signature: ..... or failing him

2. Name: ..... Address: .....

E-mail Id: ..... Signature: ..... or failing him

3. Name: ..... Address: .....

E-mail Id: ..... Signature: .....

as my/our proxy and to vote (on a poll) for me/us and on or my/our behalf at the 42<sup>nd</sup> Annual General Meeting of the Company to be held on 23<sup>rd</sup> September, 2014 at 10.30 hours and at any adjournment thereof in respect of such resolutions as are indicated below:

- |       |  |
|-------|--|
| S.No. | <p><b>Resolutions</b></p> <p><b>Ordinary Business</b></p> <ol style="list-style-type: none"> <li>To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2014 together with Directors' and Auditors' Reports thereon.</li> <li>To appoint a director in place of Shri S.S. Mohanty (DIN: 02918061), who retires by rotation at this Annual General Meeting and is eligible for re-appointment.</li> <li>To appoint a director in place of Shri H.S. Pati (DIN: 05283445), who retires by rotation at this Annual General Meeting and is eligible for re-appointment.</li> <li>To fix the remuneration of the Auditors of the Company appointed by the Comptroller &amp; Auditor General of India for the Financial Year 2014-2015.</li> <li>To confirm payment of the Interim Dividend @ 20.20% of the Paid-up Equity Share Capital by the Company in the month of February, 2014 as Final Dividend for the Financial Year 2013-14.</li> </ol> <p><b>Special Business</b></p> <ol style="list-style-type: none"> <li>To appoint Shri Binod Kumar (DIN: 06379761) as Whole Time Director</li> <li>To appoint Shri R.S. Sharma (DIN: 00013208) as an Independent Director for a period of three years.</li> <li>To appoint Shri N.C. Jha (DIN: 00657309) as an Independent Director for a period of three years.</li> <li>To appoint Shri D.K. Mittal (DIN: 00040000) as an Independent Director for a period of three years.</li> <li>To appoint Smt. Parminder H. Mathur (DIN: 00077306) as an Independent Director for a period of three years.</li> <li>To raise funds upto ₹ 5,000 crore through issue of Secured Non-convertible Debentures/ Bonds on Private Placement basis.</li> <li>To create mortgage, charge, etc. on the properties of the Company for securing the borrowings.</li> <li>To ratify Remuneration of Cost Auditors of the Company for the Financial Year 2014-15.</li> </ol> |
|-------|--|

Signed this ..... day of ..... 2014

Signature of Member(s) .....

Signature of proxy holder(s) .....

#### NOTE:

This Proxy Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at Ispat Bhawan, Lodi Road, New Delhi-110003 not less than 48 hours before the commencement of the Annual General Meeting.

Please  
affix  
₹ 1  
Revenue  
Stamp



STEEL AUTHORITY OF INDIA LIMITED

CIN: L27109DL1973GOI006454

Registered Office: Ispat Bhawan, Lodi Road, New Delhi - 110 003

Tel: +91 11 24367481 Fax: +91 11 24367015, E-mail: investor.relation@sailco.com, Website: www.sail.co.in

Ref No: SAIL/B&CA/AR/2014

Date: 01.08.2014

Dear Shareholder:

RE : Green Initiative in Corporate Governance: Go Paperless

The Ministry of Corporate Affairs (" Ministry" ) has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by companies through electronic mode. In accordance with circulars bearing no. 17/2011 dated 21.04.2011 and 18/2011 dated 29.04.2011 issued by the Ministry, companies can send various notices/ documents (including notice calling Annual General Meeting, Audited Financial Statements, Directors' Report, Auditors' Report etc) to their shareholders through electronic mode, to the registered e-mail addresses of the shareholders.

It is a welcome move for the society at large, as this will reduce paper consumption to a extent and allow public at large to contribute towards a greener environment.

This is also a golden opportunity for every shareholder of Steel Authority of India Limited ( the Company) to contribute to the Corporate Social Responsibility initiative of the Company. All you have to do is to register your e-mail id with the Company to receive communication through electronic mode.

ADVANTAGES OF REGISTERING FOR E-COMMUNICATION:

- Receive communication promptly. Reduce paper consumption and save trees. Eliminate wastage of paper. Avoid loss of document in postal transit. Save costs on paper and postage.

We, therefore, invite you to contribute to the cause by filling up the form given alongwith for registering your e-mail id and send it back to us.

Kindly note that, if you still wish to get a hard copy / physical copy of all the communications, the Company undertakes to provide the same at no extra cost to you. In case you desire to receive the above mentioned documents in physical form, you are requested to send an e-mail to investor.relation@sailco.com or send a letter at the following address.

MCS Limited, Unit : SAIL, F-65, 1st Floor, Okhla Industrial Area, Phase -1, New Delhi-110020

OR COMPANY ADDRESS as mentioned above.

You can also download the registration form our website : www.sail.co.in

Best Regards,

For Steel Authority of India Ltd.

Sd/-

(M.C. JAIN)

Secretary

E-COMMUNICATION REGISTRATION FORM

To
MCS Limited
Unit : SAIL
F-65, Okhla Industrial Area, Phase-1
New Delhi- 110020

Dear Sir/Madam

RE: Green Initiative in Corporate Governance

I agree to receive all communication from the Company in electronic mode. Please register my e-mail ID in your records for sending communication through e-mail.

Folio No./ DP ID & Client ID: .....

Name of 1st Registered Holder .....

Name of Joint Holder (s) .....

Registered Address: .....

E-mail ID: .....

Date: .....

Signature of the first holder .....

Important Notes:

- 1) On registration, all the communication will be sent to the e-mail ID registered in the folio / DP ID & Client ID.
2) The form is also available on the website of the Company www.sail.co.in
3) Shareholders are requested to keep Company informed as and when there is any change in the e-mail address. Unless the e-mail Id given hereunder is changed by you by sending another communication in writing the Company will continue to send the notices / documents to you the above mentioned e-mail ID
4) If shares held in electronic mode, kindly register your e-mail id with your DP.