

Date: September 25, 2026

To

The Manager – Listing National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Symbol: RAMASTEEL	The Secretary BSE Limited, Corporate Relationship Dept., P. J. Towers, Dalal Street, Mumbai - 400 001. Scrip Code: 539309
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Dear Sir/Madam,

Sub.: Intimation Regarding Convening of EGM and Submission of Notice of EGM.

Ref.: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

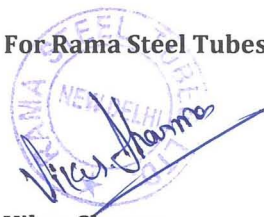
Pursuant to Regulation 30 of the SEBI Listing Regulations, this is to inform you that the First Extraordinary General Meeting ("EGM") for the financial year 2026-27 of the Company will be held on **Wednesday, October 21, 2026**, at 12:30 P.M. (IST) through video conferencing / other audio-visual means. We are submitting herewith notice of Extraordinary General Meeting for the financial year 2026-27 of the Company along with explanatory statement ("EGM Notice"), which is being sent through electronic mode to the shareholders of the Company. The Notice of EGM will also be available on the Company's website at www.ramasteel.com.

The Company has provided the facility to vote by electronic means (remote e-voting as well as e-voting at the EGM) on the resolution as set out in the EGM Notice. The e-voting shall commence on Sunday, October 18, 2026, at 9:00 A.M. (IST) and will end on Tuesday, October 20, 2026, at 5:00 P.M. (IST).

M/s. Arun Kumar Gupta & Associates, Practicing Company Secretaries, Delhi, has been appointed as the Scrutinizer to scrutinize the e-Voting process of the EGM in a fair and transparent manner.

Request you to kindly take the aforesaid information on your record.

For Rama Steel Tubes Limited



Vikas Sharma

Company Secretary & Compliance Officer

Email: investors@ramasteel.com

Encl. As Above

CC:

1. National Securities Depository Limited
2. Central Depository Services (India) Limited
3. Bigshare Services Private Limited



RAMA STEEL TUBES LIMITED
(CIN: L27201DL1974PLC007114)

Registered Office: Office no. 1 & 2, A-15, 3rd Floor, Swasthya Vihar, New Delhi – 110092.

Tel. No.: +(91)-(120)-4688766; E-mail: investors@ramasteel.com

Website: www.ramasteel.com

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that 1st Extraordinary General Meeting of the Members of Rama Steel Tubes Limited for the Financial Year 2026-2027 will be held on **Wednesday, 21st Day of October 2026** at 12:30 P.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

SPECIAL BUSINESS:

ITEM NO. 1: ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with applicable Rules and Regulations made thereunder, including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force, and subject to such approvals, permissions and sanctions of Registrar of Companies, appropriate authorities, departments or bodies as and to the extent necessary, consent of the members of the Company be and is hereby accorded to **amend Clause V of the Memorandum of Association of Company** as follows:

“The Authorized Share Capital of the Company is Rs. 250,00,00,000/- (Rupees Two Hundred Fifty Crores Only) consisting of 250,00,00,000 (Rupees Two Hundred Fifty Crores) equity shares of Rs. 1/- (Rupees One Only) each.”

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubts that may arise in this regard and to sign and execute all necessary documents, applications, agreements, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Regulatory Authority in respect of any matter(s) arising from or incidental to the said amendment.

RESOLVED FURTHER THAT the Board of Directors, be and is hereby authorised to delegate all or any of the powers conferred on it by or under these resolutions to any Committee of Directors or to the Managing Director or any other Officer(s) of the Company as it may consider appropriate in order to give effect to this resolution.”

ITEM NO. 2: TO ISSUE OF EQUITY SHARES TO PERSON(S) BELONGING TO NON-PROMOTER CATEGORY ON A PREFERENTIAL BASIS

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

“RESOLVED THAT pursuant to and in terms of the provisions of Sections 23, 42 and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014 (hereinafter referred

to as “**the Act**”), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, from time to time, to the extent applicable (“**ICDR Regulations**” or “**SEBI ICDR Regulations**”) (each including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) and any other rules/regulations/guidelines, if any, prescribed by the Securities and Exchange Board of India (“**SEBI**”), Reserve Bank of India (“**RBI**”), Foreign Exchange Management Act, 1999, as amended, the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, as amended, and the rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India, BSE Limited (“**Stock Exchange**”) where the equity shares of the Company are listed, and/ or any other statutory/ regulatory authority; and the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (“**Listing Regulations**”) and the Memorandum and Articles of Association of the Company; and subject to the approval(s), consent(s), permission(s) and/ or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions and modifications, as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/ or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “**Board**” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the company be and is hereby accorded to create, offer, issue and allot on preferential basis up to maximum of 53,28,00,000 (Fifty Three Crore Twenty Eight Lakhs Only) equity shares of the company of the face value of Rs. 1/- (Rupees One Only) each, (“**Equity Shares**”) at an price of Rs. 5/- (Rupees Five Only), which includes a premium of Rs. 4/- (Rupees Four Only) per equity share (hereinafter referred to as the “**Issue Price**”), calculated after taking in to consideration and in compliance with the applicable provisions of Chapter V of the SEBI ICDR Regulations, 2018 or such other higher prices if any, determined in accordance with the relevant provisions of Chapter V of SEBI ICDR Regulations, 2018, in such manner and on such other terms and conditions, as may be approved or finalized by the Board, to the following “**Proposed Allottees**” on preferential basis as detailed herein below:

Sr. No	Name of Proposed Allottee	Maximum Number of Equity Shares proposed to be allotted	Category	Nature of Consideration
1	Mr. Mangesh Anilpant Duke	120000000	Non-Promoter	Cash
2	Ms. Payal Mangeshrao Duke	80000000	Non-Promoter	Cash
3	Mr. Jagjit Gouri	332800000	Non-Promoter	Other than Cash
Grand Total		532800000		

RESOLVED FURTHER THAT in terms of the provisions of SEBI ICDR Regulations, the “**Relevant Date**” pursuant to Regulation 161 of the SEBI (ICDR) Regulations in relation to the above- mentioned preferential issue of equity shares is **Monday, 21st September, 2026**, being the date, which is 30 days prior to the date on which the resolution will be deemed to be passed, i.e., **Wednesday, 21st October, 2026**.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Equity Shares shall be subject to following terms:

- That the said equity shares shall be issued and allotted by the company to the proposed allottees within a period of 15 (Fifteen) days from the date of passing of this resolution, provided that where the allotment of the said equity shares is pending on account of delay of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of such approval;



- b) The equity shares to be so allotted shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing equity shares of the Company;
- c) The equity shares allotted shall be subject to a lock-in for such period as specified under relevant regulations of Chapter V of ICDR Regulations relating to Preferential Issues.
- d) Each Proposed Allottee shall be required to bring in 100% of the consideration for the proposed issuance of equity shares on or before the date of allotment thereof.
- e) The consideration for allotment of the relevant issuance of equity shares shall be paid to the Company from the bank account of each Proposed Allottee, respectively.

RESOLVED FURTHER THAT the Board be and is hereby also authorized to make an offer to the proposed allottees whose names has been recorded in Form PAS-5 through Private Placement Offer Letter in Form No. PAS-4 or any other form/document as prescribed under the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized to do all such acts, matters, deeds and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose, including without limitation, issuing clarifications on the offer, issue and allotment of the equity shares and listing of equity shares at the Stock Exchanges as per the terms and conditions of ICDR Regulations and other applicable Guidelines, Rules and Regulations, to execute the necessary documents and enter into contracts, arrangements, agreements, documents (including appointment of agencies, intermediaries and advisors for the Preferential Issue), resolving all questions or doubt that may arise with respect to the offer, issue and allotment of equity shares, and to authorize all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the shareholders of the Company and that the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT subject to applicable SEBI Regulations and other applicable laws, the Board be and is hereby authorized to decide and approve terms and conditions of the issue of above- mentioned equity shares and to vary, modify or alter any of the terms and conditions, including size/issue price of the issue, as it may deem expedient.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolutions, including making necessary filings with the Stock Exchanges and Regulatory Authorities and execution of any documents including approval of Form PAS-4 on behalf of the Company and to represent the Company before any governmental authorities and to appoint any Merchant Bankers or other Professional Advisors, Consultants and Legal Advisors to give effect to the aforesaid resolution.



RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.”

**By Order of the Board
For Rama Steel Tubes Limited
Sd/-
Vikas Sharma
Company Secretary
Membership No.: A75640**

**Place: New Delhi
Date: September 25, 2026**

**Regd. Office: Office no. 1 & 2, A-15,
3rd Floor, Swasthya Vihar,
New Delhi – 110092.
CIN: L2720IDL1974PLC007114
Email: investors@ramasteel.com
Website: www.ramasteel.com
Tel.: +(91)-(120)-4688766**



Notes:

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (Act) in respect of the Special Business to be transacted at the Extra Ordinary General Meeting (EGM) is annexed hereto.
2. General instructions for accessing and participating in the EGM through VC/OAVM Facility and voting through electronic means including remote e-Voting:
 - a. Generally, 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, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members under Section 105 of the Act will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
 - b. The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/2020 dated April 8, 2020, and 17/2020 dated April 13, 2020, read with other related circulars including latest being General Circular No. 03/2025 dated September 22, 2025 ("MCA Circulars"), permitted the holding of EGM through Video Conferencing/Other Audio Visual Means ("VC/OAVM") facility without the physical presence of the Members at a common venue. In compliance with the MCA Circulars read with the provisions of the Act and the SEBI Listing Regulations, 52nd EGM of the Company is being convened and conducted through VC/ OAVM facility. The venue of EGM shall be deemed to be the Registered Office of the Company.
3. The Members can join the Extra Ordinary General Meeting in the VC/OAVM mode 30 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 Extra Ordinary General Meeting through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the Extra Ordinary General Meeting without restriction on account of first come first served basis.
4. The attendance of the Members attending the Extra Ordinary General Meeting through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of SEBI Listing Regulations read with MCA Circulars and SEBI Circular, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at Extra Ordinary General Meeting and facility for those Members participating in Extra Ordinary General Meeting to cast vote through e-Voting system during Extra Ordinary General Meeting.
6. In compliance with the provisions of Section 108 of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Listing Regulations and 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 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 as well as e-voting during the EGM will be provided by NSDL.



7. In line with the MCA and SEBI Circulars the Notice calling the Extra Ordinary General Meeting has been uploaded on the website of the Company at www.ramasteel.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the Extra Ordinary General Meeting Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

Since the Extra Ordinary General Meeting will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.

8. Institutional/Corporate Shareholders intending to authorise their representatives to attend the meeting pursuant to Section 113 of the Act, are requested to email scanned certified copy of the Board/governing body resolution/authorization etc. authorising their representatives to attend and vote on their behalf at email IDs: investors@ramasteel.com with a copy marked to evoting@nsdl.com.

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

The remote e-voting period begins on Sunday, October 18, 2026, at 9:00 A.M. and ends on Tuesday, October 20, 2026 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. **Wednesday, October 14, 2026**, 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 . **Wednesday, October 14, 2026**.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and

	you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. - 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 or joining virtual meeting & voting during the meeting. - If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on    
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	will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 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. 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can user 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.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csarungupta@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Pallavi Mhatre at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of 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 investors@ramasteel.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 investors@ramasteel.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EXTRA ORDINARY GENERAL MEETING ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. For ease of conduct, Members who would like to ask questions may send their questions in advance at least (7) days before EGM mentioning their name, demat account number / folio number, email id, mobile number at investors@ramasteel.com and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EGM.



Other Guidelines for Members

1. 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.
2. The voting rights of Members shall be in proportion to their share in the paid up equity share capital of the Company as on the **cut- off date, . Wednesday, October 14, 2026**
3. Any person, who acquires shares of the Company and becomes Member of the Company after the Company sends the Notice of the EGM by email and holds shares as on the **cut-off date i.e. . Wednesday, October 14, 2026**, may obtain the User ID and password by sending a request to the Company's email address investors@ramasteel.com. However, if you are already registered with NSDL for remote e-Voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com.
4. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by depositories as on the Cut-off date only shall be entitled to avail the facility of remote e-Voting or casting vote through e-Voting system during the Meeting.
5. M/s. Arun Kumar Gupta & Associates, Company Secretaries, Delhi, has been appointed as the Scrutinizer to scrutinize remote e-Voting process and casting vote through e-Voting system during the Meeting in a fair and transparent manner.
6. The Results of voting will be declared within 2 working day from the conclusion of the EGM and the Resolutions will be deemed to be passed on the date of the EGM, subject to receipt of requisite number of votes. The declared results, along with the Scrutinizer's Report, will be available forthwith on the Company's corporate website www.ramasteel.com and on the website of National Securities Depository Limited; such results will also be forwarded to the National Stock Exchange of India Limited, BSE Limited, where the Company's shares are listed.
7. In line with the aforesaid Circulars, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on Friday, September 18, 2026 to the MCA and SEBI Circulars, the Notice of EGM, are being sent only by email to the Members. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-
 - a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along-with scanned self -attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address investors@ramasteel.com.
 - b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.



8. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
9. In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 1, 2019. In view of the above, Members are advised to dematerialize shares held by them in physical form.
10. During EGM, Members may access scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, upon Login to NSDL e-Voting system at <https://www.evoting.nsdl.com>.

**By order of the Board
For Rama Steel Tubes Limited
Sd/-
Vikas Sharma
Company Secretary
M. No. A75640**

**Place: New Delhi
Date: September 25, 2026**

**Regd. Office: Office no. 1 & 2, A-15,
3rd Floor, Swasthya Vihar,
New Delhi - 110092
CIN: L2720IDL1974PLC007114
Email: investors@ramasteel.com
Website: www.ramasteel.com
Tel.: +(91)-(120)-4688766**



EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

Pursuant to Section 102 of the Companies Act, 2013 ("Act"), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 1 and 2 of the accompanying Notice dated September 22, 2026.

ITEM NO. 1

The existing authorized share capital of the Company is Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only), divided into 200,00,00,000 (Two Hundred Crores) equity shares of Rs. 1/- (Rupees One Only) each. In view of the proposal to issue further share as proposed at Item No. 2 of this EGM Notice and other business requirements of raising funds from time to time, the company proposes to increase its authorized share capital to Rs. 250,00,00,000/- (Rupees Two Hundred Fifty Crores Only), divided into 250,00,00,000 (Rupees Two Hundred Fifty Crores) equity shares of Rs. 1/- (Rupees One Only) each, to facilitate fund-raising requirements.

The increase in the Authorized Share Capital of the Company will also require consequential amendment in Clause V of the Memorandum of Association of the Company.

Pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Special Resolution to that effect.

None of the Directors, Key Managerial Personnel or their relatives, are concerned or interested in the Resolutions mentioned in Item No. 1.

The Board recommends the resolution in Item No. 1 of the Notice for your approval as a Special Resolution.

ITEM NO. 2

In accordance with Sections 42 and 62 and other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI (ICDR) Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, approval of Members of the Company by way of Special Resolution is required to issue of equity shares ("**Equity Shares**") to the entities belonging to the Non-Promoter, on a preferential basis in compliance with applicable provisions of the SEBI (ICDR) Regulations.

The details of the issue and other particulars as required in terms of the Companies Act, 2013 and the SEBI (ICDR) Regulations, 2018 as amended in relation to the aforesaid Special Resolution are given as under:

Salient features of the preferential issue of Equity Shares are as under:

The proposed issue and allotment of equity shares on a preferential basis, shall be governed by the applicable provisions of the SEBI (ICDR) Regulations and the Companies Act, 2013 read with the applicable provisions of the rules made there under.

Further, in terms of Regulation 163(1) of the SEBI (ICDR) Regulations, certain disclosures are required to be made to the Members of the Company which forms part of this Explanatory Statement to the Notice. Without generality to the above, the salient features of the preferential issue of Equity Shares are:



- The “**Relevant Date**” as per the SEBI (ICDR) Regulations for determining the minimum price for the preferential issue of equity shares is **Monday, 21st September, 2026**, which is a date 30 days prior to the date on which the resolution is deemed to be passed;

The details in relation to the preferential issue as required under the SEBI (ICDR) Regulations and the Act read with the rules issued thereunder, are set forth below:

1. The allotment of the Equity Shares are subject to the Proposed Allottee(s) not having sold any equity shares of the Company during the 90 Trading Days preceding the Relevant Date. The Proposed Allottee(s) have represented that the allottee(s) have not sold any equity shares of the Company during 90 Trading Days preceding the Relevant Date.
2. The relevant disclosures as required under Regulation 163(1) of Chapter V of the SEBI (ICDR) Regulations are set out below:

(i) Particulars of the Preferential Issue including date of passing of Board Resolution

The Board of Directors in its meeting held on 22nd September, 2026 had approved the issuance of up to 53,28,00,000 (Fifty Three Crore Twenty Eight Lakhs Only) equity shares at a price of Rupees 5/- (Rupees Five Only), to the entities belonging to Non-Promoter subject to comply with applicable rules and regulations, on a preferential basis in compliance with applicable provisions of the SEBI (ICDR) Regulations. Out of 53,28,00,000 equity shares, 332800000 equity shares is proposed to be issued for consideration other than cash and balance 200000000 equity shares are issued for cash consideration.

(ii) Objects of the Preferential Issue and aggregate amount proposed to be raised

- a. The amount proposed to be raised by way of issuance of 20,00,00,000 equity shares at a price of Rs 5/- per share aggregating to Rs 100 Crore shall be utilized as under:

Sr. No.	Particulars	Tentative Amount (Rs. in Crores)	Tentative Time Period under which the amount shall be utilized.
1	To infuse Fund in Subsidiary namely M/s RST International Trading FZE by way of equity for the purpose of acquisition of shareholding of Automech Group Holding Limited.	100.00	Up to 12 Months
	Total	100.00	

- b. The amount proposed to be raised by way of issuance of 33,28,00,000 equity shares at a price of Rs 5/- per share aggregating to Rs 166.40 Crore shall be utilized as under.

The amount to be raised by way of issuance of 33,28,00,000 equity shares at a price of Rs 5/- per share aggregating to Rs 166.40 Crore shall be adjusted against purchase consideration with respect to acquisition of 21.62% stake in M/s Automech Group Holding Limited amounting to Rs. 166.40 Crore.

(iii) Maximum number of specified securities to be issued:

The resolutions set out in this Notice authorize the Board to issue up to up to maximum of 53,28,00,000 (Fifty-Three Crore Twenty- Eight Lakhs Only) equity shares at a price of Rupees 5/- (Rupees Five Only) at a price of Rs. 5/- including premium of Rs. 4/- as per the table specified below:

S. No.	Name of Proposed Allottees	Category	Maximum Number of Equity Shares proposed to be allotted
1	Mr. Mangesh Anilpant Duke	Non-Promoter	120000000
2	Ms. Payal Mangeshrao Duke	Non-Promoter	80000000
3	Mr. Jagjit Gouri	Non-Promoter	332800000
Total			53,28,00,000

(iv) Relevant Date

In terms of the provisions of Chapter V of the SEBI (ICDR) Regulations, relevant date for determining the minimum issue price for the Preferential Allotment of the equity shares is **Monday, 21st September, 2026**, being the date 30 days prior to the date on which the resolution is deemed to be passed.

(v) Basis on which the price has been arrived

The Equity Shares of the Company are listed on National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE"). In terms of Regulation 164(1) of the SEBI ICDR Regulations, 2018, the shares of the Company are listed on National Stock Exchange of India Limited ("NSE") and BSE Limited for a period of 90 Trading Days or more on Relevant Date; therefore, the aforesaid equity shares shall be allotted in accordance with the price determined in terms of Regulation 164(1) of the SEBI (ICDR) Regulations, 2018. As per the said Regulation, if the shares are frequently traded, the price is needed to be determined by taking into account following parameters:

If the equity shares of the issuer have been listed on a recognized stock exchange for a period of 90 Trading Days or more as on the relevant date, the price of the equity shares to be allotted pursuant to the preferential issue shall be not less than higher of the following:

- the 90 Trading Days Volume Weighted Average Price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; or
- the 10 Trading Days Volume Weighted Average Price of the related equity shares quoted on the recognized stock exchange preceding the relevant date.

"Stock Exchange" for this purpose shall mean any of the recognized stock exchanges in which the equity shares are listed and in which the highest trading volume in respect of the equity shares of the Company has been recorded during the preceding 90 Trading Days prior to the relevant date.

"Frequently traded shares" means the shares of the issuer, in which the traded turnover on any recognized stock exchange during the 240 trading days preceding the relevant date, is at least ten per cent of the total number of shares of such class of shares of the issuer.

Provided that where the share capital of a particular class of the issuer company is not identical throughout such period, the weighted average number of total shares of such class of the issuer company shall represent the total number of shares.

Equity Shares of the Company are listed on National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") and are most frequently traded at NSE in terms of Regulation 164(5) of SEBI ICDR Regulations, 2018. Accordingly, the minimum issue price has been calculated on the basis of trading at NSE at which highest trading volume in respect of equity shares of the company has been recorded during the 240 Trading Days



preceding the relevant date. Therefore, in terms of Regulation 164(1) of the SEBI ICDR Regulations, the minimum Issue Price has been computed as Rs. 4.84/- per equity shares and Fair Value of Equity Shares computed in terms of Articles of Association of the Company comes to Rs. 4.03 per equity shares and in terms of Regulation 166A of the SEBI ICDR Regulations, 2018, comes to Rs. 3.87 per equity shares in view of allotment of shares by more than 5% to the proposed allottee on the basis of fully diluted capital of the company.

Therefore, in terms of Regulation 164(1) of the SEBI ICDR Regulations read with Regulation 166A and as per Articles of Association of the company, the issue price has been fixed as Rs. 5/- per equity shares including premium of Rs. 4/- per equity shares.

A Certificate regarding arriving at Minimum Price in terms of Regulation 164(1) of SEBI (ICDR) Regulations, 2018 as amended has been taken from Mr. Arun Kumar Gupta, Practicing Company Secretary (FCS 5551 | CP 5086), Proprietor of Arun Kumar Gupta & Associates, Company Secretaries, confirming the minimum price for the preferential issue as per Chapter V of SEBI (ICDR) Regulations, 2018 and a Certificate from Independent Registered Valuer Mr. Manish Chandra having registration number IBBI Regn. No.: IBBI/RV/05/2019/10903 has been taken with respect to fair value of shares in terms of Articles of Association of the Company and a Certificate from Independent Registered Valuer CA Kapil Dev Dhir having registration number IBBI Regn. No.: IBBI/RV/06/2021/14028 has been taken with respect to fair value of shares in terms of Regulation 166A of SEBI ICDR Regulations, 2018 and all reports shall be made available and published on the websites of the company i.e. <https://ramasteel.com/other-disclosure.php>

- The allotment of equity shares are subject to the Investor(s) not having sold any Equity Shares during the 90 trading days preceding the Relevant Date.
- The Company, its Promoters and Directors are not declared as willful defaulter by Reserve Bank of India or not declared as fraudulent borrower and also not declared as fugitive economic offender.

(vi) Intent of the Promoters, Directors or Key Managerial Personnel of the Company to subscribe to the Preferential Allotment

None of the Promoters, Directors and Key managerial Personnel of the company have shown their intention to subscribe to the present preferential allotment.

(vii) Time frame within which the Preferential Allotment shall be completed

Pursuant to the provisions of Regulation 170 of SEBI (ICDR) Regulations, the allotment of equity shall be made by the Company within a period of Fifteen (15) days from the date of passing of this resolution provided that where the issue and allotment of the said equity is pending on account of pendency of any regulatory approval, then such issue and allotment shall be completed within a period of Fifteen (15) days from the date of receipt of last of such approvals.

(viii) Principal terms of assets charged as securities

Not applicable.

(ix) Shareholding pattern of the Company before and after the Preferential Allotment of equity shares.

S. No.	Category	Pre Issue		Post Issue	
		No. of Shares Held	% of share Holding	No. of Shares held	% of share Holding post Preferential Capital
A	Promoters' holding :				
1.	Indian				
	Individuals/ HUF				
	Promoters				
	Naresh Kumar Bansal	27,97,21,175	17.10	27,97,21,175	12.90
	Kumud Bansal	5,19,00,000	3.17	5,19,00,000	2.39
	Richi Bansal	47696525	2.92	47696525	2.20
	Krati Bansal	33750000	2.06	33750000	1.56
	Nikhil Naresh Bansal	101699850	6.22	101699850	4.68
	Kanika Bansal	8325000	0.51	8325000	0.38
	Person Acting in Concert (s) #		0.00		
	Tarun Dhir (Partner of M/s Dhir Enterprises)	2249891	0.14	2249891	0.10
	Tarun Dhir (Partner of M/s Arun Enterprises)	20573807	1.26	20573807	0.95
	Tarun Dhir	0	0.00	0	0
	Arun Dhir	0		0	0
	Charanjit Lal Dhir	3825000	0.23	3825000	0.18
	Sangeeta Dhir	112500	0.01	112500	0.01
	Prem Dhir	0		0	0
	Bodies Corporate	0		0	0
	Trust	0		0	0
2.	Foreign Promoters	0		0	0

	Sub Total (A)	54,98,53,748	33.61	54,98,53,748	25.35
B	Non-Promoters' holding:				
1.	Institutional Investors				
	Mutual Funds	0	0.00	0	0.00
	Venture Capital Funds	0	0.00	0	0.00
	Alternate Investment Funds	0	0.00	0	0.00
	Foreign Venture Capital Investors				
	Foreign Portfolio Investors	4,40,14,028	2.69	4,40,14,028	2.03
	Financial Institutions/Banks	0	0.00	0	0.00
	Insurance Companies	0	0.00	0	0.00
	Provident Funds/Pension Funds	0	0.00	0	0.00
	Funds	0	0.00	0	0.00
	Any Other (Specify)	0	0.00	0	0.00
	Trust	0	0.00	0	0.00
2.	Central Government/State Government(s)/ President of	0	0.00	0	0.00
3.	Non-Institution Investors	0	0.00	0	0.00
	Individual shareholders holding nominal share capital up to of Rs. 2 Lakhs	84,58,36,645	51.70	84,58,36,645	39.00
	Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs	9,65,07,465	5.90	62,93,07,465	13.67
	Foreign Companies	78,53,400	0.48	78,53,400	0.36
	Non Resident Indians	1,47,60,007	0.90	34,75,60,007	16.03
	HUF	1,60,49,970	0.98	1,60,49,970	0.74
	Bodies Corporate	5,89,84,988	3.61	5,89,84,988	2.72
	Clearing Member	8,05,871	0.05	8,05,871	0.04
	Escrow Account	13,54,832	0.08	13,54,832	0.06

	Others (Limited Liability Partnership)	20,025	0.00	20,025	0.00
	Sub Total (B)	1086187231	66.39	1,61,89,87,231	74.65
	TOTAL (A+B)	1,63,60,40,979	100	2,16,88,40,979	100
C.	Custodian/DR Holder	0	0.00	0	0.00
	Sub Total (C)	0	0.00	0	0.00
	GRAND TOTAL (A+B+C)	1,63,60,40,979	100	2,16,88,40,979	100.00

Notes:

1. The pre preferential shareholding pattern is prepared on the basis of September 18, 2026.
2. The post preferential capital percentage includes 532800000 equity shares proposed to be allotted
3. # The Person(s) shown under Person Acting in Concert (Dhir Group) has been included as Person Acting in Concert with the existing promoters of the company in compliance with SEBI Order WTM/MB/CFD/DCR-2/13426/2021-22 dated 17th September, 2021.

(x) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any

The details of natural persons is given only for the purpose to know natural persons. However, the aforesaid Proposed Allottee will be beneficially shareholder of the equity shares that may be allotted.

Sr. No.	Name of the Proposed Allottee	PAN Number	Natural persons who are the ultimate beneficial owners ¹	Pre Issue Shareholding ²		Maximum No of equity shares to be allotted	Post Preferential issue Shareholding ³	
				No. of equity shares	% age		No. of equity shares	% age
1	Mr. Mangesh Anilpant Duke	AHBPD9041Q	Not Applicable	0	0.00	120000000	120000000	15.34
2	Ms. Payal Mangeshrao Duke	AZMPM1519R	Not Applicable	0	0.00	80000000	80000000	5.53
3	Mr. Jagjit Gouri	AGBPG0549H	Not Applicable	0	0.00	332800000	332800000	3.69

1. The details of natural persons is given only for the purpose to know natural persons. However, the aforesaid Proposed Allottee will be beneficially shareholder of the equity shares that may be allotted.
2. Pre issue shareholding is as on September 18, 2026.
3. The post preferential capital percentage has been calculated after taking in to consideration 532800000 equity shares proposed to be allotted through the present preferential issue.



(xi) Lock-in Period

The equity shares to be issued and allotted on preferential basis will be subject to lock-in as provided in the applicable provisions of the Regulation 167 of the SEBI (ICDR) Regulations.

The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval.

(xii) The Percentage of post preferential issue capital that may be held by the allottee (s) and Change in control if any, in the issuer consequent to the preferential issue.

As a result of the proposed preferential issue of equity shares, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

The details of percentage of the proposed allottee(s) on the basis of fully diluted capital are as under:

Sr. No.	Name of Proposed Allottee(s)	Percentage of shareholding on the basis of fully diluted basis
1	Mr. Mangesh Anilpant Duke	5.53
2	Ms. Payal Mangeshrao Duke	3.69
3	Mr. Jagjit Gouri	15.34

(xiii) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.

The 33,28,00,000 number of equity shares proposed to be allotted by way of consideration other than cash. The issuer company in its meeting of the Board of Directors held on 22nd September, 2026 have decided issue 332800000 equity shares at a price of Rs 5/- per share aggregating to Rs 166.40 Crore against acquisition of 21.62% shareholding of M/s Automech Group Holding Limited, a company registered under the Abu Dhabi Global Market (ADGM). The Board has decided to adjust purchase consideration with respect to acquisition of above said stakes by way of allotment of fresh shares of M/s Rama Steel Tubes Limited of the same value payable to the seller.

Accordingly, Mr. Jagjit Gouri, Promoter of M/s Automech Group Holding Limited, shall transfer 2162 equity shares at a price of Rs. 769657.72/- per equity share represents 21.62% of M/s Automech Group Holding Limited to M/s Rama Steel Tubes Limited. "

Brief Business Profile of M/s Automech Group Holding Limited are as under:

Automech Group is a (U.A.E) Dubai and Abu Dhabi based company and engaged in diversified Industry segments such as Steel Fabrications, Assembly, Construction and Installation, Precision Engineering, Contracting Services, Dewatering Management & Land Draining, Marine Engine Services, Manufacturing, Energy, Engineering, Infrastructure etc. Automech Group has executed and supported several marquee projects in GCC and European regions such as: • Mobility Pavillion at EXPO 2020 • Guggenheim Museum • Hamilton & Mayfair Tower • Zayed National Museum • Major UAE Smelter Expansions • Large Oil and Gas Companies.

Automech Group Holding Limited consisting eight subsidiaries namely i. Automech Steel Industries LLC ii. Automech Engineering Co. LLC iii. Automech Building Contracting LLC iv. Automech Dewatering & Land Draining LLC v. Automech Marine Engineering Services LLC vi. Axial Energy LLC vii. Automech Pumps And Land Draining Works Co LLC viii. Automech Marine Ships & Boat Repairing LLC



The Fair Value of M/s Automech Group Holding Limited Comes to INR 849.71 Crore . A valuation report dated 22nd September, 2026 from independent registered valuer namely Mr. Sanjeet Kumar Sharma , IBBI Registration No. IBBI/RV/02/2020/13091 has been taken.

The report of registered valuer is available at websites of the company at <https://ramasteel.com/other-disclosure.php>

(xiv) The Current and proposed Status of the allottee (s) post the preferential issues are as under:

Sr. No.	Name of Proposed Allottee(s)	Current Status of proposed allottee	Proposed Status of allottees
1	Mr. Mangesh Anilpant Duke	Non-Promoter	Non-Promoter
2	Ms. Payal Mangeshrao Duke	Non-Promoter	Non-Promoter
3	Mr. Jagjit Gouri	Non-Promoter	Non-Promoter

(xv) Undertakings

- None of the Company, its Promoters and Directors is declared as wilful defaulter and fraudulent borrowers by Reserve Bank of India and also not declared as fugitive economic offender.
- The Company is eligible to make the Preferential Allotment under Chapter V of the SEBI (ICDR) Regulations.
- As the equity shares have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(2) of the SEBI (ICDR) Regulations governing re-computation of the price of shares shall not be applicable.
- The Company hereby undertakes that it shall re-compute the price of the Equity Shares in terms of the provisions of the SEBI (ICDR) Regulations where it is required to do so, until the amount so payable is not paid within the time stipulated under SEBI (ICDR) Regulations, the Equity Shares shall continue to be locked -in till the time such amount is paid by the proposed allottees.
- The Equity Shares held by the proposed allottees if any in the Company are in dematerialized form only.
- The allotment of equity shares does not require making of a public offer as it is below the prescribed threshold limit for making of a public offer in terms of the SEBI (ICDR) Regulations.
- Due to above preferential allotment of the equity shares, no change in management control is contemplated. The aforesaid allottee(s) shall be required to comply with the relevant provisions of the SEBI (ICDR) Regulations.
- The company has complied with the requirement of listing obligation i.e., maintaining a minimum of 25% of the paid-up capital in the hands of the public.

(xvi) Practicing Company Secretary's Certificate

The Certificate from Mr. Arun Kumar Gupta, Practicing Company Secretary (FCS 5551 | CP 5086), Proprietor of Arun Kumar Gupta & Associates, Company Secretaries, certifying that the Preferential Allotment is being made in accordance with the requirements of Regulation 163 (2) of Chapter V of the SEBI (ICDR) Regulations, has been obtained and the same shall be available for inspection at our website at <https://ramasteel.com/other-disclosure.php>

(xvii) Approval under the Companies Act:

Section 62 of the Companies Act, 2013 provides inter-alia, that when it is proposed to increase the issued capital of a company by allotment of further shares or specified securities etc., such further shares/specified securities shall be offered to the existing member(s) of the company in the manner laid down in the section unless the members in general meeting decide otherwise by passing a Special Resolution. Therefore, the consent of the shareholders is being sought pursuant to the provisions of section 62(1) of the Companies Act, 2013 and all other applicable provisions, SEBI Guidelines or regulations and the provisions of the Listing Agreement with the Stock Exchange(s) for authorizing the Board to offer, issue and allot equity shares/specified securities as stated in the resolution, which would result in a further issuance of securities of the Company to the non-



promoters on a preferential allotment basis, in such form, manner and upon such terms and conditions as the Board may in its absolute discretion deem fit.

In accordance with the provisions of Sections 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, approval of the members for issue and allotment of the equity shares is being sought by way of a "Special Resolution" as set out in the said Item No. 2 of the Notice. Provided that the aforesaid preferential issues would be within the Authorized Share Capital of the Company.

None of the Promoters, Directors of the Company and a Key Managerial Personnel (KMPs), are concerned or interested to the extent of their shareholding and/ or directorships in the Company.

**By Order of the Board
For Rama Steel Tubes Limited
Sd/-
Vikas Sharma
Company Secretary
Membership No.: A75640**

**Place: New Delhi
Date: September 25, 2026
Regd. Office: Office no. 1 & 2, A-15,
3rd Floor, Swasthya Vihar,
New Delhi - 110092.
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