



SCAN STEELS LTD.

CIN : L27209MH1994PLC076015 | GSTIN : 21AABCM6734H1ZQ

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+91 90781 85221

scansteels@scansteels.com

www.scansteels.com



Date: 02.09.2026

To,
The General Manager-Listing
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001.

Scrip Code - 511672

Sub: Notice of the 33rd Annual General Meeting ("AGM") of the Company

Ref: Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
("SEBI Listing Regulations")

Dear Sir/Madam,

Please find enclosed the **Notice of the 33rd Annual General Meeting ("AGM")** scheduled to be held on **Wednesday, September 30, 2026 at 10:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")** to transact the business as set out in the AGM Notice, in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. **The said notice forms a part of the Annual Report for the Financial Year 2025-26**, which is being sent through **electronic mode** to the Members.

The Notice of the AGM, forming a part of the Annual Report, is also available on the Company's website at www.scansteels.com

You are requested to take the above information on record.

Thanking You,
Yours Faithfully,
For SCAN STEELS LIMITED



Prabir Kumar Das
Company Secretary & Compliance Officer
(Membership No: F6333)

Encl.: a/a



Corporate Office : Trishna Nirmalya
Plot No. 516/1723/3991, 3rd Floor
Patia, Bhubaneswar-751024

Registered Office : Office No. 104, 105, E-Square
Subhash Road, Vile Parle (East), Mumbai-400057
Phone : +91-02226185461, +91-02226185462

SCAN STEELS LIMITED

(CIN: L27209MH1994PLC076015)

Regd. Office: Off. No. 104-105, "E-Square", Subhash Road,

Opp. Havmor Ice- Cream, Vile Parle (East), Mumbai - 57

E-mail: secretarial@scansteels.com; Web site: www.scansteels.com; Tel: 022-26185461/62

NOTICE

NOTICE is hereby given that the Thirty-Third (33rd) Annual General Meeting ("AGM") of the members of SCAN STEELS LIMITED will be held on Wednesday, September 30, 2026 at 10.30 A.M. IST through two-way Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:**1. Adoption of Financial Statements and Reports thereon:**

To receive, consider and adopt the Audited Standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2026 together with the reports of the Board of Directors and the Auditors thereon; and in this regard, to consider and if thought fit, to pass the following resolutions as an **Ordinary Resolution**:

"RESOLVED THAT the Audited Standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2026 together with the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted."

2. Appointment of a Director in place of one retiring by rotation:

To appoint Mr. Praveen Patro (DIN: 02469361), who retires by rotation as a director and being eligible, offers himself for re-appointment, and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (including any statutory modification[s] or re-enactment[s] thereof, for the time being in force), Mr. Praveen Patro (DIN: 02469361), who retires by rotation as a Director at this Annual General Meeting, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a

Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation."

SPECIAL BUSINESS:**3. Alteration of the Authorised Share Capital of the Company and Consequential Amendment to Clause V of the Memorandum of Association:**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 13, 61, 64 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Incorporation) Rules, 2014, the Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, rules, regulations and guidelines (including any statutory modification[s] or re-enactment thereof for the time being in force), and subject to such approvals, permissions, sanctions and consents as may be necessary, the consent of the Members of the Company be and is hereby accorded to alter the Authorised Share Capital of the Company by reclassifying the existing **1,50,00,000 (One Crore Fifty Lakhs) Non-Cumulative Optionally Convertible Redeemable Preference Shares of ₹ 10/- (Rupees Ten) each into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten) each**, without altering the aggregate Authorised Share Capital of the Company.

RESOLVED FURTHER THAT consequent upon the aforesaid reclassification, the Authorised Share Capital of the Company shall stand as follows:

₹ 86,50,00,000 (Rupees Eighty Six Crore Fifty Lakhs only) divided into 8,65,00,000 (Eight Crore Sixty Five Lakhs) Equity Shares of ₹ 10/- (Rupees Ten) each.

RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company be and is hereby substituted with the following:

“V. The Authorised Share Capital of the Company is ₹ 86,50,00,000 (Rupees Eighty Six Crore Fifty Lakhs only) divided into 8,65,00,000 (Eight Crore Sixty Five Lakhs) Equity Shares of ₹ 10/- (Rupees Ten) each.”

RESOLVED FURTHER THAT the Board of Directors of the Company [hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof or any Director[s]/Company Secretary authorised by the Board] be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to this Resolution, including filing of necessary forms and returns with the Registrar of Companies, making necessary intimations to the Stock Exchange[s], depositories and other statutory or regulatory authorities, signing and executing all applications, documents, declarations and writings, and to settle any question, difficulty or doubt that may arise in connection therewith.”

4. Ratification of Cost Auditors' Remuneration:

Ratification of Remuneration Payable to **M/s. Ray, Nayak & Associates**, Cost Auditors of the Company for the financial year ending March 31, 2027.

Registered Office:

104-105, “E- Square”, Subhash Road,
Opp. Havmor Ice Cream,
Vile Parle (E), Mumbai – 400057.
Tel: 022-26185461/62.
Email-id: secretarial@scansteels.com
Website: www.scansteels.com
CIN: L27209MH1994PLC076015

Date: September 1, 2026

Place: Bhubaneswar

To consider, and if thought fit, to pass, the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT, pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies [Audit & Auditors], Rules, 2014 [including any statutory modification[s] thereto or re-enactment thereof, for the time being in force], the remuneration, as approved by the Board of Directors, to be paid to the cost auditors **Mr. Chaitanya Kumar Ray, M/s. Ray, Nayak & Associates**, Cost Accountants, **(Registration No. 000241)** appointed by the Board of Directors of the Company on the recommendation of the Audit Committee to conduct audit of Cost Records maintained in respect of all applicable products of the Company for the financial year 2026-2027, at **₹ 60,000/- (Rupees sixty thousand only)** plus tax as applicable, and reimbursement of out-of-pocket expenses incurred, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company [including its Committee thereof], be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient for the purpose of giving effect to this resolution.”

By Order of the Board of Directors
For Scan Steels Limited

Sd/-

Prabir Kumar Das

Company Secretary & Compliance Officer
(Membership No.: F6333)

NOTES

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ('the Act') setting out the material facts relating to the Special Business to be transacted at the Thirty-Third (33rd) Annual General Meeting of the Company (the "Meeting" or "AGM") under **Item No. 3 and 4**, is annexed hereto.
2. Information under regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of the directors seeking appointment / re-appointment at the AGM, forms integral part of the notice. The Director(s) have furnished consent(s) / declaration(s) wherever applicable for his/ their appointment / re- appointment as required under the Companies Act, 2013 and the Rules there under.
3. In accordance with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "**MCA Circulars**") and Circular No. SEBI/ HO/CFD/ CMD1/ CIR/P/2020/79 dated May 12, 2020, SEBI/ HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/ CMD2/ CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/ CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023, SEBI/ HO/CFD/ CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 read with Master Circular No. HO/49/14/14(7)2025CFD-POD2/1/3762/2026 dated January 30, 2026 issued by the Securities and Exchange Board of India (hereinafter collectively referred as "**SEBI Circulars**") (MCA Circulars and SEBI Circulars are hereinafter collectively referred to as "**the Circulars**") and in compliance with the provisions of the Companies Act, 2013 ("**Act**") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), the AGM is being held through Video Conferencing ("**VC**") facility / Other Audio Visual Means ("**OAVM**") without the physical presence of the Members at a common venue. In compliance with the said circulars, AGM shall be conducted through VC/ OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
4. In accordance with the provisions of the Act, read with the Rules made thereunder and pursuant to Circulars, since the AGM of the Company is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
5. Institutional/Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) intending to attend the meeting through their authorised representative are required to send a scanned certified copy (PDF/ JPG Format) of their Board of Directors or governing body's Resolution/Authorization, authorizing their representative(s) to attend the AGM through VC / OAVM on their behalf and to vote through remote e-voting, to the Scrutinizer by uploading in PDF format in the CDSL e-voting system for the scrutinizer to verify the same. Alternatively, send to the Scrutinizer at ajasso.abhijeet@gmail.com and mark cc: to the Company at secretarial@scansteels.com, if they have voted from individual tab & not uploaded in the CDSL e-voting system for the scrutinizer to verify the same before the commencement of the AGM.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM through e-voting.
7. In terms of the MCA Circulars and the relevant SEBI Circulars, the Company is sending the Notice calling the Thirty-Third (33rd) AGM along with the Annual Report for the Financial Year ended March 31, 2026, inter-alia indicating the process and manner of remote e-voting are being sent by e-mail on the e-mail addresses of the Members as registered with Depositories/ Registrar and Share Transfer Agent. Members may also note that the Annual Report 2025-2026 and the Notice convening the AGM are also available on the Company's website www.scansteels.com, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

8. Members are requested to notify changes, if any, with the requisite Documents pertaining to their change in name, postal address/residential status, email address, telephone/ mobile numbers, Permanent Account Number (PAN), AADHAR No., mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.
 - a. To their depository participants (DP) in respect of shares held in dematerialized form as per the process informed by your DP, and
 - b. To Registrar and Share Transfer Agent of the Company- **Adroit Corporate Services Pvt. Ltd.**, whose office is located at 17-20, Jafferbhoy Industrial Estate, 1st Floor, Makwana Lane, Marol Naka, Andheri-E, Mumbai - 400059, Maharashtra, email- info@adroitcorporate.com Web Site: www.adroitcorporate.com, in respect of shares in physical form, under their signatures and quoting respective folio number.

*Members can download forms to notify or update changes as mentioned above from the company's website at www.scansteels.com
9. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to Update/submit their PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN to the Company/Registrar.
10. SEBI vide its Master circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 Dated May 17, 2023 read with Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 Dated November 17, 2023, for Registrars to an Issue and Share Transfer Agents as amended from time to time, (now rescinded due to issuance of Master Circular - SEBI circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 May 07, 2024 for Registrars to an Issue and Share Transfer Agents) has announced common and simplified norms for processing investor's service requests (viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition) by RTA's and norms for furnishing PAN, KYC details and nomination.

These Norms inter-alia mandates:

- a. Furnishing of valid PAN, Choice of Nomination, contact details (i.e., present postal address with PIN code and mobile number in all cases and email address for availing online services), bank account details and specimen signatures by holders of physical securities;
- b. That any service request and complaint shall be entertained only after furnishing PAN, KYC details and Nomination.
- c. for any payment including dividend, interest or redemption payment in respect of such folios, shall be made only through electronic mode with effect from April 01, 2024. only upon registration of the PAN, and KYC details

In compliance with the said circular, Reminder letters were dispatched to 1,066 identified shareholders on 15.07.2024 for updation of KYC and other Details.

Members are requested to complete their KYC as mentioned in SEBI circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 May 07, 2024 as amended from time to time. The shareholders (Physical) who have not yet responded with their details are requested to furnish the same to the Company / RTA - Adroit Corporate Services Pvt. Ltd. and Members holding shares in electronic form are, requested to update changes if any, in their PAN and Bank account details etc. to their Depository Participants with whom they are maintaining their demat accounts. It may be noted that any service request can be processed only after the folio is KYC Compliant.

Shareholders are advised to refer the latest SEBI guidelines/ circular(s) issued for all the holder holding securities in listed companies in physical form from time to time and keep their KYC details updated at all times, to avoid freezing their folio as prescribed by SEBI. However, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 Dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details.

Members may download Circulars and forms for the said requests from the Company's website at www.scansteels.com. Further, relevant FAQs published by SEBI on its website can be viewed at www.sebi.gov.in.

11. Transfer of securities held in physical mode has been discontinued w.e.f. April 01, 2019. However, SEBI vide its various circulars / notifications granted relaxation for re-lodgement cases till March 31, 2021. In compliance with the circular, Re-lodgement of transfer requests was carried out till the validity period of Circular. Further, effective from April 1, 2021, Company / RTA is not accepting any requests for the physical transfer of shares from the shareholders.

Further, Pursuant to Master Circular - SEBI circular No. SEBI/HQ/MIRSD/POD-1/P/CIR/2024/37 May 07, 2024 [earlier SEBI circular No. SEBI/HQ/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022]; SEBI has directed that listed companies shall henceforth issue securities in dematerialized form only while processing various Service Requests including the Transmission request as may be received from the securities holder/claimant. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

Master Circular - SEBI circular No. SEBI/HQ/MIRSD/POD-1/P/CIR/2024/37 May 07, 2024 [earlier SEBI vide its Circular Nos. SEBI/HQ/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated 18th May, 2022 and SEBI/HQ/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated 25th May, 2022] has simplified the procedure and standardized the format of documents for transmission of securities and issuance of duplicate securities certificates. Members are requested to submit their requests, if any, along with documents as per the said circular. Members may download Circulars and forms for the said requests from the Company's website at www.scansteels.com and from the website of the Company's RTA, Adroit Corporate Services Private Limited at www.adroitcorporate.com.

12. The Central Board of Direct Taxes (CBDT), vide Circular No. 7 of 2022 [Notification F.No.370142/14/2022-TPL] dated March 30, 2022 has stated that PAN is mandatorily to be linked with Aadhaar on or before March 31, 2022 or any other date as may be specified by the CBDT. The date in the said Notification for linking PAN with Aadhaar number was further extended to March 31, 2023. A New Press Release has been issued by CBDT on March 28, 2023, through which the date for linking PAN and Aadhaar was extended to

June 30, 2023 and recently CBDT through Circular no. 6 dated 23rd April, 2024 has totally erased the penal consequences laid down in Circular no.3 dated 28th March, 2023 and has given time till 31st May, 2024, if an investor fails to comply with the said CBDT Circular there could be restrictions on securities and other transactions until the Pan and Aadhaar are linked. Thus, RTAs shall a) accept only valid PANs and b) also verify that the PAN in the existing folios are valid; i.e. whether it is linked to the Aadhaar number of the holder.

13. Pursuant to Section 72 of the Companies Act, 2013, Members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in Form No. SH- 13, to the RTA of the Company.

Further, Members desirous of cancelling/varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH-14, and those who want to opt out of Nomination can send in form ISR - 3 after cancelling his/her existing nomination, if any, through SH-14 to the Registrar and Transfer Agent of the Company. These forms will be made available on request and can also be downloaded from company's website at www.scansteels.com or RTA's website www.adroitcorporate.com.

*Members are requested to take note of, SEBI circular No. SEBI/HQ/MIRSD/POD-1/P/CIR/2024/37 May 07, 2024 [earlier SEBI Circular SEBI/HQ/MIRSD/POD-1/P/CIR/2023/158 September 26, 2023] for the nomination of eligible demat accounts, submission of details by physical security holders and voluntary nomination for trading accounts. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form.

14. As per SEBI Circulars dated June 10, 2024 related to Ease of doing investments-Non-Submission of 'Choice of Nomination', shareholders holding shares in physical form shall be eligible for receipt of any payment including dividend, interest or redemption payment as well as to lodge grievance or avail any services request from the RTA even if 'choice of nomination' is not submitted by these shareholders. Also, non-submission of 'choice of nomination' shall not result in freezing of Demat Accounts. All existing shareholders are encouraged, in their own interest to provide 'choice of nomination' for

ensuring smooth transmission of securities held by them as well as to prevent accumulation of unclaimed assets in securities market. all new investors/unitholders shall continue to be required to mandatorily provide the 'Choice of Nomination' for demat accounts/ MF Folios (except for jointly held Demat Accounts and Mutual Fund Folios). As per SEBI Circulars Dated June 10, 2024, the formats for providing Nomination and Opting-out of Nomination both in case of Demat Account are provided at Annexure-A and Annexure-B respectively of this circular. The Said Circular with formats is available on the company's website at www.scansteels.com.

15. SEBI vide its circular dated 30th May 2022 has prescribed Standard Operating Procedures for dispute resolution under the Stock Exchange arbitration mechanism for a dispute between a Listed Company and/or RTA and its Shareholders(s) / investor(s). The said circular is available on the website of the Company at www.scansteels.com.
16. Securities and Exchange Board of India (SEBI) vide its Circular dated July 31, 2023 (Updated from time to time), has announced the introduction of a common Online Dispute Resolution Portal ("ODR Portal"), whereby the existing dispute resolution mechanism in the Indian securities market is being streamlined under the aegis of Stock Exchanges and Depositories (collectively referred to as Market Infrastructure Institutions (MIs)), by expanding their scope and by establishing a common Online Dispute Resolution Portal which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market. Circulars regarding the same is available on the website of the Company at www.scansteels.com.
17. Members are requested to kindly mention their Folio Number / Client ID and DP ID Number (in case of demat shares) in all their correspondence with the Companies Registrar in order to reply to their queries promptly, and for easy identification.
18. Notice is also given under section 91 of the Companies Act, 2013 and rules framed there under read with Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 that **the Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 24, 2026 to Wednesday, September 30, 2025 (both day inclusive).**

19. Members desirous of obtaining any information concerning Accounts and operations of the Company are requested to address their questions in writing to the Company or by sending an email to Company on secretarial@scansteels.com at an early date so as to enable the management to keep the information ready at the meeting.

20. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members.

To support this green initiative of the Government in full measure, and to receive notices of meetings, annual reports and other documents or communications from the Company, members who have not registered / Updated their e-mail addresses, so far, are requested to register/update their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register/update the same with our Registrar & Share Transfer Agent - **Adroit Corporate Services Pvt. Ltd**, whose office is located at 17-20, Jafferbhoy Industrial Estate, 1st Floor, Makwana Lane, Marol Naka, Andheri-E, Mumbai - 400059, Maharashtra. Tel: +91 22 42270400/423 or can send in Email: on info@adroitcorporate.com or to the company at secretarial@scansteels.com along with form ISR- 1, please provide necessary details like 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) or other requisite documents as guided by RTA/Company.

21. In compliance with the MCA and SEBI Circulars, **Notice of the AGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company's RTA -Adroit Corporate Services Pvt. Ltd / Depositories.** We, request all the shareholders, who have not yet registered their e-mail addresses, and in consequence the Annual Report, Notice of AGM and e-voting notice could not be serviced, may also temporarily provide their email address and mobile number to the Company at secretarial@scansteels.com and to RTA at info@adroitcorporate.com along with scanned signed copy of the request letter providing the details/ Documents as guided by RTA.

22. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
23. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form SH-13 can be obtain from Adroit Corporate Services Pvt. Limited (RTA), Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant (DP). The said form can also be downloaded from the Company's website at: www.scansteels.com.
24. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialised form only.

25. VOTING THROUGH ELECTRONIC MEANS

In compliance with Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and Secretarial Standard-2 on General Meetings and also, as per MCA Circulars dated April 08, 2020, April 13, 2020 May 05, 2020, May 05, 2022 and September 25, 2023 read with other applicable MCA and SEBI circulars, the Company is pleased to provide to its members the facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-voting services arranged by Central Depository Services (India) Limited ("CDSL"). The members may cast their votes using an electronic voting system ["remote e-voting"] for the ensuing Annual General Meeting.

The facility of participation in the AGM and casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM (Venue Voting) will be provided by CDSL. Instructions for e-voting are given here in below.

The Process and manner for remote e-voting are as under:

- (i) The remote e-voting period begins on **Sunday, September 27, 2026 from 9.00 a.m. (IST) and ends on Tuesday, September 29, 2026 at 05.00 p.m. (IST)**. 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 Wednesday, September 23, 2026**, may cast their vote electronically. The **remote e-voting module shall be disabled by CDSL for voting after 5.00 p.m. on September 29, 2026**.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- (iii) Pursuant to SEBI Circular No. **SEBI/HQ/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

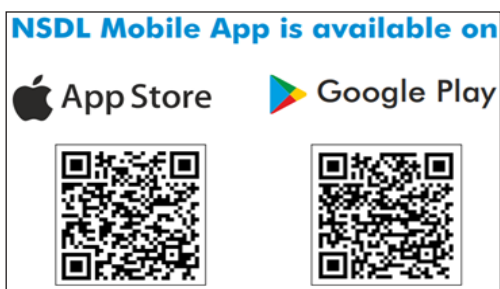
In order to increase the efficiency of the voting process, pursuant to Section VI-C of the SEBI Master Circular bearing reference No. SEBI/HQ/CFD/PoD2/CIR/P/2023/120 dated July 11 2023 and public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings-Access through Depositories CDSL/NSDL e-Voting system in case of **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website at www.cdslindia.com and click on Login icon and select New System Myeasi Tab. and then use your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period 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 with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your Existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value Added Services section. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e., NSDL and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is 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 after following the process, Please follow steps given in point no. 1 above

- 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e., NSDL and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- 4) Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



Individual Shareholders
(holding securities in demat
mode) login through their
**Depository Participants
(DP)**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
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 / 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000

- (v) Login method for e-Voting and joining virtual meetings - Access through CDSL e-Voting system in case of **Physical shareholders and non-Individual Shareholders Holding in Demat form**.
- (i) The shareholders should log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders/Members" 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 and voted on an earlier e-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 Physical shareholders and shareholders other than individual Holding in Demat form
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department [Applicable for both demat shareholders as well as physical shareholders] Members who have not updated their PAN with the Company/Depository Participant are requested to use sequence number in the PAN field sent by Company/RTA or Contact Company/RTA
Dividend Bank Details or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

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

- (vii) Members holding shares in physical form will then directly reach 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.

- (viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the **EVS** for the relevant **SCAN STEELS LIMITED** on which you choose to vote.
- (x) 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.
- (xi) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take out print of the voting done by you by clicking on "**Click here to print**" option on the Voting page.
- (xv) If Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non-Individual Shareholders & Custodians-For Remote Voting Only:**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module as Corporate and Custodians respectively.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at ajasso.abhijeet@gmail.com and mark cc: to the Company at secretarial@scansteels.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those shareholders whose email addresses/ Mobile No. are not registered with the depositories/ RTA for obtaining login credentials for e-voting for the resolutions proposed in this notice:

1. For Physical shareholders- with form ISR- 1, please provide necessary details like 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 sending an email to RTA at info@adroitcorporate.com or to the Company at secretarial@scansteels.com
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP), or 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) by sending an email to RTA at info@adroitcorporate.com or to the Company at secretarial@scansteels.com.

Alternatively, shareholders/members may send a request to helpdesk.evoting@cdslindia.com for procuring user ID and password for e-voting.

Registration of e-mail address permanently with Company/DP: Members are requested to register the e-mail address with their concerned DPs, in respect of electronic holding and with RTA, in respect of physical holding, by submitting Form ISR-1 duly filled and signed by the shareholders. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs/RTA to enable servicing of notices/ documents/ Reports and other communications electronically to their e-mail address in future.

- (xviii) In case you have any queries or issues regarding attending AGM / grievances connected with the facility for e-voting on the day of the AGM & remote e-voting, from the e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 18002109911 / 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 18002109911 / 1800 22 55 33.

- (xix) The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **cut-off date (record date) of Wednesday, September 23, 2026** and as per the Register of Members of the Company.

- (xx) Any shareholder(s) holding shares in physical form and/ or non-individual shareholder who acquires shares of the company and becomes a member of the company after the Notice of Annual General Meeting is sent to all members and is holding shares as of the **cut-off date, i.e., Wednesday, September 23, 2026**, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 / 1800 22 55 33. Alternatively, Members can also send request to RTA and seek assistance at info@adroitcorporate.com. However, if you are already registered with CDSL 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" option available on www.evotingindia.com.

In case of Individual Shareholder holding securities in dematerialized mode and who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holds shares in demat mode as on the cut-off date may follow the steps mentioned under **'Login method for e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode.'**

(xxi) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cutoff date only shall be entitled to avail the facility of remote e-voting before the AGM (During the E-voting Period) or e-voting at/ During the Annual General Meeting to cast vote on all the resolutions set forth in the Notice of AGM. Any Person or recipient of the Notice, who is not a Member of the Company as on the Cut-Off date and/or has no voting rights as on the Cut-off date, should treat this Notice for information Purpose only.

(xxii) The voting rights in respect of unclaimed shares held in Scan Steels Limited Unclaimed Suspense Account stands frozen in terms of Regulation 39 read with Schedule VI of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Such shareholders are to treat this notice as having been given for information purposes only.

(xxiii) **M/s. A J & Associates (CS Abhijeet Jain), Practicing Company Secretaries, (Membership No. FCS 4975, CP No. 3426) of Diamond Chambers, 4, Chowringhee Lane, Block – 1, 4th Floor, Suite #4M, Kolkata – 700016., has been appointed as the Scrutinizer to scrutinize the remote e-voting process and the voting at/ during the AGM by electronic mode in a fair and transparent manner.** They have communicated their willingness to be appointed as such and they are available for the said purpose. The Scrutinizer's decision on the validity of the votes will be final. Members can opt for only one mode of voting i.e., either through remote e-voting (before the AGM, During the E-voting Period) or voting at the AGM.

26. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice and Explanatory Statement/ Annual Report will be available for inspection during

business hours in between 11.00 a.m. to 01.00 p.m. on all working days (except Saturday, Sunday and Public Holiday) at the Registered Office of the company up to the date of the AGM, the same shall be available during the meeting hours in electronic mode however, suitably possible by the Company.

Alternatively, Members can also request by sending an e-mail to the Company at secretarial@scansteels.com up to and including the date of the Annual General Meeting of the Company.

27. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM AND FOR E-VOTING DURING THE AGM ARE AS UNDER:

1. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
2. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis (as per the MCA Circulars).
3. No restrictions on account of First come first served basis entry into AGM will be applicable to 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.
4. The attendance of the Members (members logins) attending the AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. **Shareholder will be provided with a facility to attend the Thirty-Third (33rd) AGM through VC/ OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. On this page the link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.**
6. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
7. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

8. 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.
9. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@scansteels.com.
10. The shareholders who do not wish to speak during the AGM but have queries may send in their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@scansteels.com. These queries will be replied to by the company suitably by email.
11. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting once the floor is open for shareholders queries. The Company reserves the right to restrict the number of speakers/Time depending on the availability of time for the AGM. Please note that, members questions will be answered only if the shareholder continues to hold shares of the Company as on the cut-off date.
12. The procedure for attending the Meeting and e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
13. At the Annual General Meeting, at the end of the discussion of the resolutions on which voting is to be held, the Chairman shall order voting, and only those shareholders, who are present in the AGM 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 available during the AGM.
14. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
15. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM. If a member cast votes by both modes, then voting done through remote e-voting shall prevail and votes cast at the AGM shall be treated as invalid.
16. **The remote e-Voting module on the day of the AGM shall be disabled from CDSL Portal for voting 15 minutes after the conclusion of the Meeting.**
17. Members are encouraged to join the Meeting using Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge or Mozilla Firefox 22.
18. Members will be required to grant access to the web-cam to enable two-way video conferencing.
28. The Scrutinizer shall immediately after the conclusion of voting at the Thirty-Third (33rd) Annual General Meeting, first count the votes cast at/during the Annual General Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company, and submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
29. The Chairman or a person authorised by him in writing shall declare the result of voting forthwith.
30. **The results (of e-voting) declared along with the Scrutinizer's Report shall be placed on the Company's website at www.scansteels.com and on the website of CDSL www.evotingindia.com as well as displayed on the notice board at the Registered Office and Corporate Office of the Company, immediately after the result declared by the Chairman or any other person authorised by the Chairman and the same shall be communicated to BSE Limited, where the shares of the Company are listed not later than 48 hours of the conclusion of the AGM.**
31. The resolutions, if passed by a requisite majority, shall be deemed to have been passed on the date of the Annual General Meeting (i.e., **Wednesday, September 30, 2026**).
32. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on applicability of Secretarial Standards - 1

and 2 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

- 33. The investors may contact the Company Secretary for redressal of their grievances/queries. For this purpose, they may either write to him at the Registered office address or e-mail their grievances/queries to the Company Secretary at the following e-mail address: secretarial@scansteels.com.**
- 34. The recorded transcript of the forthcoming AGM on September 30, 2026** shall be maintained by the Company and also be made available on the website of the Company at www.scansteels.com in the Investor Relations Section, at the earliest soon after the conclusion of the Meeting.

Registered Office:

104-105, "E-Square", Subhash Road,
Opp. Havmor Ice Cream,
Vile Parle (E), Mumbai – 400057.
Tel: 022-26185461/62.
Email-id: secretarial@scansteels.com
Website: www.scansteels.com
CIN: L27209MH1994PLC076015

By Order of the Board of Directors
For Scan Steels Limited

Sd/-
Prabir Kumar Das
Company Secretary & Compliance Officer
(Membership No.: F6333)

Date: September 1, 2026
Place: Bhubaneswar

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE ACT AND REGULATION 36 OF THE SEBI LISTING REGULATIONS AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS:

As required by Section 102 of the Companies Act, 2013, (hereinafter referred to as “the Act”) the following Explanatory Statements set out all material facts relating to the business mentioned under Item No. 3 and 4 of the accompanying Notice dated September 1, 2026:

ITEM NO. 3

The existing Authorised Share Capital of the Company is ₹ 86,50,00,000 (Rupees Eighty Six Crore Fifty Lakhs only) divided into:

- 7,15,00,000 (Seven Crore Fifteen Lakhs) Equity Shares of ₹ 10/- (Rupees Ten) each; and
- 1,50,00,000 (One Crore Fifty Lakhs) Non-Cumulative Optionally Convertible Redeemable Preference Shares (“OCRPS”) of ₹ 10/- (Rupees Ten) each.

The Board of Directors has reviewed the existing capital structure of the Company and, considering the Company's future capital requirements, financial flexibility and long-term growth plans, has decided to rationalise the authorised share capital by reclassifying the authorised OCRPS into authorised equity share capital.

Accordingly, it is proposed to convert the entire authorised 1,50,00,000 OCRPS into 1,50,00,000 Equity Shares of ₹ 10/- each. The proposed reclassification will not result in any increase or decrease in the aggregate authorised share capital of the Company, which shall continue to remain ₹ 86,50,00,000 (Rupees Eighty Six Crore Fifty Lakhs only).

Upon approval of the Members, the authorised share capital of the Company shall comprise 8,65,00,000 Equity Shares of ₹ 10/- each, and consequently, Clause V of the Memorandum of Association of the Company is proposed to be amended accordingly.

The proposed alteration is intended to simplify the capital structure of the Company, provide greater flexibility for future equity issuances, facilitate fund-raising opportunities, if required, and align the authorised capital structure with the Company's present and future business requirements.

Pursuant to Sections 13, 61 and 64 of the Companies Act, 2013, the proposed alteration of the Authorised Share Capital and the consequential amendment to Clause V of the Memorandum of Association require the approval of the Members by way of an Ordinary Resolution.

The Memorandum of Association of the Company together with the proposed amended Clause V shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting and shall also be available electronically during the Annual General Meeting.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

ITEM NO. 4

The Company is required under Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, to have the audit of its cost records for products covered under the Companies (Cost Records and Audit) Rules, 2014 conducted by a Cost Accountant in practice. Based on the documents made available and the discussions held at the meeting of the Audit Committee on Tuesday, July 28, 2026, it considered and recommended the appointment and remuneration of the Cost Auditors to the Board of Directors ('Board'). The Board has, on the recommendation of the Audit Committee approved in their Meeting held on Tuesday, July 28, 2026, the appointment and remuneration of M/s. Ray, Nayak & Associates, Partner CMA. Chaitanya Kumar Ray, Cost Accountants, as the Cost Auditor of the Company for the Financial Year 2026-2027.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board has to be ratified by the Members of the Company. The Board has fixed the remuneration payable to Cost Auditors for Financial Year 2026-2027 at ₹ 60,000/- (**Rupees sixty thousand only**) plus tax as applicable and reimbursement of out-of-pocket expense incurred, to conduct audit of Cost Records maintained by the Company in respect of all applicable products of the Company. Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditor of the Company for the Financial Year ending March 31, 2027.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution set forth in Item No. 4 of the Notice for the approval of the Members.

Registered Office:

104-105, "E-Square", Subhash Road,
Opp. Havmor Ice Cream,
Vile Parle (E), Mumbai - 400057.
Tel: 022-26185461/62.
Email-id: secretarial@scansteels.com
Website: www.scansteels.com
CIN: L27209MH1994PLC076015

By Order of the Board of Directors
For Scan Steels Limited

Sd/-

Prabir Kumar Das

Company Secretary & Compliance Officer
(Membership No.: F6333)

Date: September 1, 2026
Place: Bhubaneswar

INFORMATION REQUIRED TO BE FURNISHED UNDER REGULATION 36 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH SECRETARIAL STANDARD-2 ON GENERAL MEETINGS FOR DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT IN FORTHCOMING ANNUAL GENERAL MEETING.

Name of the Director	Mr. Praveen Patro		
DIN	02469361		
Date of Birth and Age	01.04.1973 / 53 years		
Qualification	B-Tech (Electric)		
Experience	He has over 25 years of extensive industrial and business experience in the steel industry. Throughout his distinguished career, he has played a pivotal role in the establishment, expansion, and management of integrated steel manufacturing operations. His expertise encompasses project planning and execution, plant commissioning, production management, operational excellence, strategic planning, supply chain management, and business development. He has been actively involved in the projects and operations of the Company and has significantly contributed to strengthening its manufacturing capabilities, improving operational efficiencies, and driving sustainable growth. His deep understanding of the steel sector, coupled with his leadership and technical expertise, has enabled the Company to successfully execute various expansion and modernization initiatives. As the Executive Director, he continues to provide strategic direction in the areas of project implementation, manufacturing operations, process optimization, cost management, and overall business development. His rich industry experience and commitment to operational excellence have been instrumental in enhancing the Company's competitiveness and creating long-term value for its stakeholders.		
Position in the Company	Executive Director		
Listed Co. (other than SSL) in which directors hold directorship and committee membership.	Directorship	Chairperson of Board Committee	Members of Board Committee
	Nil	Nil	Nil
Shareholding In the Co.	Nil		
Directors inter-se relation	Nil		
Date of first appointment on the Board	30.05.2018		

SCAN STEELS LIMITED

Regd. Office: Off. No. 104,105, E-Square, 1st Floor, Subhash Road, Opp. Havmor Ice- Cream,
Vile Parle (East), Mumbai - 57.

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies vide its circular no. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 after considering certain provisions of the Information Technology Act, 2000, permitted the companies to send the notices / annual reports etc. through email to its members. To support this green initiative of the MCA whole heartedly, members who have not yet registered their email address, are requested to register their e-mail address with the Depository through their concerned Depository Participant and members who hold shares in physical mode are requested to intimate their e-mail address at which they would like to receive the above documents electronically, either to the company or to its Registrar and Share Transfer Agent. Shareholders are requested to fill the consent form below and send it to the Registrar and Share Transfer Agent, Adroit Corporate Services Pvt. Limited or to the company.

CONSENT FOR RECEIVING DOCUMENTS IN ELECTRONIC MODE

(Pursuant to circulars no. 17/2011 dated 21st April, 2011 and 18/2011 dated 29th April, 2011)

To,
Adroit Corporate Services Private Limited
17-20, Jafferbhoy Industrial Estate,
Makwana Lane, Marol Naka,
Andheri (E), Mumbai-400 059.

Dear Sir,

I/We _____ shareholder (s) of Scan Steels Limited, agree to receive all notices and documents including the Annual Report, Notice for General Meetings and other Shareholders Communication in electronic mode (through email).

I/We request you to kindly register my / our below mentioned email id in the Company's records for sending such communication through email.

Folio No. / DP ID No. * and Client ID No. *

***Applicable for members holding shares in electronic form.**

Name of the Sole / First Shareholder : _____

Name of the Joint Shareholders (if any) : _____

No. of Shares held : _____

E-mail id for receipt of documents in

Electronic mode : _____

Date:

Place:

Signature: _____

(Sole / First Shareholder)

Note:

- Shareholders are requested to inform the Company's Registrar and Share Transfer Agents as and when there is change in their registered email-id.
- for shares held in demat form, shareholders are also requested to inform /update their email-ids to their respective Depository Participants.