

NOTICE

NOTICE is hereby given that the 15th (Fifteenth) Annual General Meeting of the Members of **JSW Severfield Structures Limited** will be held on Thursday (DAY), the 11th day of July, 2024 (DATE) at 17:00 hours (TIME) at the Registered Office of the Company at Office No. 07-08, B-wing, Ground Floor, Art Guild House Phoenix Market City, L.B.S Marg, Kurla (West) Mumbai - 400070 to transact the following business:-

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Jugal Kishore Tandon (DIN- 01282681), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration and in this regard, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), M/s. BSR & Co. LLP, (Firm’s Registration no: 101248W/W-100022), Chartered Accountants be and is hereby appointed as Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting until the conclusion of the Twentieth Annual General Meeting of the Company, on such remuneration as may be decided by the Board of Directors of the Company.”

SPECIAL BUSINESS:

4. To fix remuneration of the cost auditor

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

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of Rs. 1,70,000/- (Rupees One Lakh Seventy Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses, to be paid to M/s G. R & Co., (Registration No. 101504), Cost Auditor of the Company, for the financial year 2024-25, as approved by the Board of Directors of the Company, be and is hereby ratified.”

5. To regularize the appointment of Mr. Sanjay Rath as the Director of the Company

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

“RESOLVED THAT Mr. Sanjay Rath (DIN: 06763802), who was appointed as an Additional Director, based on the recommendation of Nomination & Remuneration Committee, with effect from March 13, 2024 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing, under Section 160 of the Companies Act, 2013 in a prescribed manner, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

**By Order of the Board of Directors
For JSW Severfield Structures Limited**



**Swatika Gupta
Company Secretary**

Place: Mumbai
Date: 03.05.2024

NOTES:

- (1) A Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of business under Item Nos. 3 as set out in the Notice is annexed hereto.
- (2) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING. A PROXY SO APPOINTED SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING.**
- (3) Corporate Members intending to send their authorized representatives to attend the Meeting under Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of its Board Resolution authorizing its representative to attend and vote on their behalf at the Meeting.
- (4) Relevant documents referred to in the Notice and the accompanying statement is open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

- (5) Prominent landmark for the venue of the meeting is Phoenix Market City Mall. The route map of the venue of the Meeting is annexed hereto.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 3

The Board of Directors of the Company, on the recommendation of the Audit Committee, at its meeting held on May 3, 2024, had considered and approved the appointment of M/s G. R & Co. as the Cost Auditor of the Company for the financial year 2023-24 at a remuneration of Rs. 1,70,000/- (Rupees One Lakh Seventy Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses.

Pursuant to Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration, as approved by the Board of Directors of the Company on the recommendation of the Audit Committee, is required to be subsequently ratified by the Members of the Company.

Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditors for the financial year 2023-24 by passing an Ordinary Resolution as set out at Item No. 3 of the Notice.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board commends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

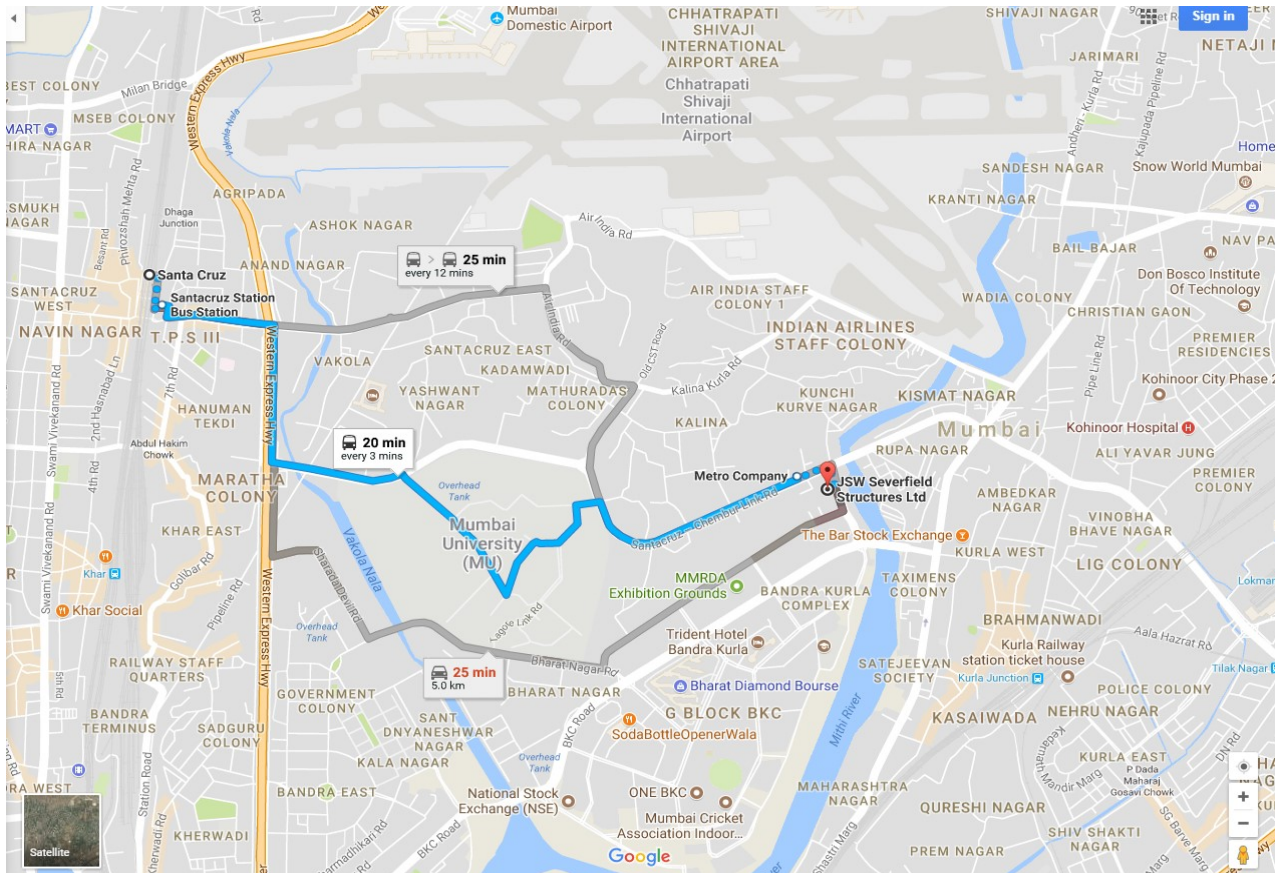
Item No. 4

Mr. Sanjay Rath was appointed as Additional Director with effect from 1st April, 2024, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment Mr. Sanjay Rath on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No 4 for approval by the members of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Mr. Sanjay Rath is in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

Venue of the AGM



JSW Severfield Structures Limited
Office No. 07-08, B-wing,
Ground Floor, Art Guild House
Phoenix Market City, L.B.S
Marg, Kurla (West) Mumbai -
400070



JSW Severfield Structures Limited

CIN : U28112MH2009PLC191045

Registered Office : Office No. 07-08, Ground Floor, B-Wing, Art Guild House, Phoenix Market City, L.B.S. Marg, Kurla (West), Mumbai 400070

Website : www.jssl.in, **Email:** swatika.gupta@jssl.in

PROXY FORM

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

CIN :	U28112MH2009PLC191045
Name of the Company :	JSW Severfield Structures Limited
Registered Office :	Office No. 07-08, Ground Floor, B-Wing, Art Guild House, Phoenix Market City, L.B.S. Marg, Kurla (West), Mumbai 400070
Name of the Members(s) :	
Registered address :	
Email Id :	
Folio No. :	

I/We, being the Member (s) of shares of the above-named Company, hereby appoint

1.	Name :
	Address :
	E-mail Id :
	Signature :
	or failing him :
2.	Name :
	Address :
	E-mail Id :
	Signature :
	or failing him :
3.	Name :
	Address :
	E-mail Id :
	Signature :

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Fourteenth Annual General Meeting of the Company, to be held on Thursday (DAY), the 11th day of July, 2024 (DATE) at 17:00 hours (TIME) at **OFFICE NO. 07-08, B-WING, GROUND FLOOR, ART GUILD HOUSE PHOENIX MARKET CITY, L.B.S MARG, KURLA (WEST), MUMBAI- 400 070** and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business		Vote (Optional) (See Note no. 3)	
Resolution No.	Resolution	For	Against
1.	ADOPTION OF ACCOUNTS FOR THE YEAR ENDED 31.03.2024 ALONG WITH AUDITORS' REPORT AND DIRECTORS' REPORT (Ordinary Resolution)		
2.	APPOINTMENT OF MR. JUGAL KISHORE TANDON (DIN-01282681) WHO RETIRES BY ROTATION, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT (Ordinary Resolution)		
3.	RE-APPOINTMENT OF M/S. BSR & CO. LLP CHARTERED ACCOUNTANTS AS AUDITORS OF THE COMPANY FOR A TERM OF 5 (FIVE) CONSECUTIVE YEARS AND TO FIX THEIR REMUNERATION (Ordinary Resolution)		
SPECIAL BUSINESS			
4.	FIXING THE REMUNERATION OF COST AUDITORS (Ordinary Resolution)		
5.	APPOINTMENT OF MR. SANJAY RATH (DIN: 06763802) AS THE DIRECTOR OF THE COMPANY (Ordinary Resolution)		

Signed this day of 2024.

Signature of the Shareholder:

Affix Revenue Stamp

Signature of Proxy holder(s):

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Any alternation or correction made to this Proxy form must be initialled by the signatory/ signatories
3. If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your proxy may vote or abstain as he/she thinks fit.



ATTENDANCE SLIP

REGD. FOLIO NO.
NO. OF SHARE(S) HELD

I hereby record my presence at the Fourteenth Annual General Meeting of the Company, to be held on Thursday (DAY), the 11th day of July, 2024 (DATE) at 17:00 hours (TIME) at OFFICE NO. 07-08, B-WING, GROUND FLOOR, ART GUILD HOUSE PHOENIX MARKET CITY, L.B.S MARG, KURLA (WEST), MUMBAI- 400 070

Full name of Shareholder/Proxy
(in block letters)

Signature of the Shareholder/Proxy