

CREIXENT SPECIAL STEELS LIMITED

Regd. Office: QR No. 50-51, Park Avenue Colony, Jindal Road, Dhimrapur, Raigarh 496001

CIN: U27209CT2018PLC008397

Phone: 07762-291022; Website: www.jsw.in

NOTICE

NOTICE is hereby given that the 1st Annual General Meeting of the members of **CREIXENT SPECIAL STEELS LIMITED** ("the Company") will be held at Block A, Flat No. 612A, Om Sai Heights, Kotra Bypass Road, Near Dhimrapur Chowk, Raigarh-496001, Chhattisgarh on Friday, 27th December, 2019 at 11.00 a.m. at shorter notice to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. The Standalone audited financial statements of the Company for the period ended 31st March, 2019 together with the reports of the Board of Directors' and Auditor's thereon;
 - b. The consolidated audited financial statements of the Company for the period ended 31st March, 2019 together with the reports of the Auditor's thereon;
2. To appoint Statutory Auditors of the Company and fix their remuneration and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014 ("Auditor Rules"), and pursuant to the recommendations of the Audit Committee of the Board of Directors and approval of the Board of Directors, M/s Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm Registration No 117366W/ W-100018) who have provided their eligibility certificate as per Rule 4 of the Auditor Rules, be and are hereby appointed as the Statutory Auditors of the Company ("Auditors"), to hold such office from the conclusion of this 1st Annual General Meeting ("AGM") until the conclusion of 6th AGM of the Company, on such remuneration payable to Auditors as may be mutually agreed between the Board of Directors of the Company in consultation with the Auditors plus applicable taxes and reimbursement of out of pocket expenses as may be incurred by the Auditors in connection with the audit of financial statements of the Company during their tenure as the Auditors;

RESOLVED FURTHER THAT Board of Directors of the Company (which includes any Committee of the Board) be and is hereby authorised to do all necessary acts, deeds, things and matters and execute all such documents, as may be necessary in this regard from time to time to give effect to this resolution."

SPECIAL BUSINESS

3. To appoint Mr. Seshagiri Rao M. V. S. (DIN: 00029136), as Non-Executive Director.

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 152 and any other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of

Directors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof for the time being in force), Mr. Seshagiri Rao M.V.S. (DIN: 00029136), who was appointed as an Additional Director on the Board of the Company with effect from 11th October 2018 and who holds office till the date of ensuing Annual General Meeting in terms of Section 161 of the Act, who is eligible for appointment as a Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member signifying his intention to propose the candidature of Mr. Seshagiri Rao M.V.S. for the office of the Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all acts or things necessary to give effect to the above resolution.”

4. To appoint Mr. Kalpesh Kikani (DIN:03534772), as Non- Executive Director

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 152 and any other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Kalpesh Kikani (DIN:03534772), who was appointed as an Additional Director on the Board of the Company with effect from 31st August, 2018 and who hold office till the date of ensuing Annual General Meeting in terms of Section 161 of the Act, who is eligible for appointment as a Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member signifying his intention to propose the candidature of Mr. Kalpesh Kikani for the office of the Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all acts or things necessary to give effect to the above resolution.”

5. To appoint Mr. Nikhil Gahrotra (DIN:01277756), as Non-Executive Director

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

"RESOLVED THAT pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Nikhil Gahrotra (DIN:01277756), who was appointed as an Additional Director on the Board of the Company with effect from 31st August, 2018 and who holds office till the date of ensuing Annual General Meeting in terms of Section 161 of the Act, who is eligible for appointment as a Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member signifying his intention to propose the candidature of Mr. Nikhil Gahrotra for the office of the Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all acts or things necessary to give effect to the above resolution.”

6. To appoint Mrs. Anuradha Bajpai (DIN:07128141), as a Non-Executive Independent Director

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

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mrs. Anuradha Bajpai (DIN:07128141), who was appointed as an Additional Director of the Company in the category of Independent Director, by the Board of the Company with effect from 1st November, 2018, and who holds office till the date of ensuing Annual General Meeting in terms of Section 161 of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a member signifying its intention to propose Mrs. Anuradha Bajpai as a candidature for the office of the Director of the Company, be and is hereby appointed as a Director of the Company in the category of Independent Director for a term up to 31st October, 2023, not liable to retire by rotation;

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all acts or things necessary to give effect to the above resolution."

7. To appoint Mr. Chirag Bhansali (DIN:07395877), as a Non-Executive Independent Director

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

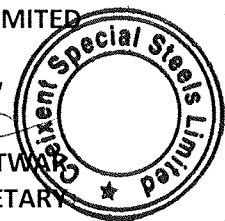
"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Chirag Bhansali (DIN:07395877), who was appointed as an Additional Director of the Company in the category of Independent Director, by the Board of the Company with effect from 23rd October, 2018, and who holds office till the date of ensuing Annual General Meeting in terms of Section 161 of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a member signifying its intention to propose Mr. Chirag Bhansali as a candidature for the office of the Director of the Company, be and is hereby appointed as a Director of the Company in the category of Independent Director for a term up to 22nd October, 2023, not liable to retire by rotation."

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all acts or things necessary to give effect to the above resolution."

By order of the Board of Directors
For CREIXENT SPECIAL STEELS LIMITED

Date: 19th December, 2019
Place: Mumbai


SHYAM DIKKATWAR
COMPANY SECRETARY
MEMBERSHIP NUMBER: ACS-33003



NOTES:

1. Consent for Shorter Notice: Members are requested to kindly accord their consent in writing for calling the AGM of the Company at shorter notice.
2. The Explanatory Statement, pursuant to Section 102 (1) of the Companies Act, 2013, setting out material facts in respect of the ordinary /special business items set out under item no. 3 to item no. 7 of the accompanying notice, and the details under clause 1.2.5 of Secretarial Standard on General Meeting (SS- 2) issued by the Institute of Company Secretaries of India, in respect of the person(s) seeking appointment/ re-appointment as Director at the Annual General Meeting is annexed hereto.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE ON POLL, INSTEAD OF HIMSELF / HERSELF AND A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY, IN ORDER TO BE EFFECTIVE SHOULD BE DULY COMPLETED, STAMPED, SIGNED AND MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY AT CREIXENT SPECIAL STEELS LIMITED ("THE COMPANY") WILL BE HELD AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING AND IN DEFAULT SHALL BE TREATED AS INVALID. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES ETC. MUST BE SUPPORTED BY APPROPRIATE RESOLUTION/AUTHORITY, AS APPLICABLE. PROXIES SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING. A BLANK PROXY FORM IS ENCLOSED WITH THIS NOTICE.**

A person can act as a proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) per cent of the total share capital of the Company carrying voting rights. A member holding more than 10 (ten) per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

4. Corporate members intending to send their authorized representative(s) pursuant to section 113 of the Companies Act, 2013 to attend the meeting are requested to send a duly certified copy of the resolution authorizing their representatives to attend and vote on their behalf at the Annual General Meeting of the Company.
5. In case of joint holders attending the Annual General Meeting, only such joint holder whose name appears as first holder in the order of names as per Register of Members will be entitled to vote.
6. For proper conduct of the Annual General Meeting, Members/Proxies should fill the attendance slip for attending the Meeting. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance of the venue.
7. Members are requested to quote their Registered Folio Number/Client ID No. & Depository Participant (D.P) ID number on all correspondence with the Company.
8. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office and Corporate Office of the Company on any working day between 11:00 A.M to 1:00 P.M, up to and including the date of this Annual General Meeting of the Company. Further, the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act and Register of Contracts and Arrangements in which directors are interested maintained as per Section 189 of the Act, shall be made available at the commencement of AGM and shall remain open for inspection to the members during the continuance of the AGM.

9. The Members desirous of any information on the Accounts are requested to write to the Company at least seven days before the meeting so as to enable the management keep the desired information ready at the Annual General Meeting.
10. For the convenience of members of the Company the route map of the 01st Annual General Meeting along with prominent land mark is annexed to the Notice;

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

The following Statement set out all material facts relating to Item Nos. 3 to 7 mentioned in the accompanying Notice.

ITEM NO 3:

The Board at its meeting held on 11th October 2018 appointed Mr. Seshagiri Rao M.V.S. (DIN:00029136) as an additional director of the Company who holds office up to the ensuing Annual General Meeting of the Company.

Pursuant to section 160 of the Companies Act 2013, the Company has received a Notice in writing from a Member proposing the candidature of Mr. Seshagiri Rao M.V.S. for the office of Director.

Mr. Seshagiri Rao M.V.S., is not disqualified from being appointed as a Director by virtue of the provisions of Section 164 of the Companies Act, 2013. Pursuant to Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company.

The details of Mr. Seshagiri Rao M.V.S. containing brief profile, nature of expertise, etc. as required under Secretarial Standard -2 is annexed to the Notice as Annexure 1.

None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, is concerned or interested financially or otherwise in the resolution at Item No.3 of the Notice except that Mr. Seshagiri Rao M.V.S., in the capacity of director, is deemed to be concern or interested in this resolution.

The Board recommends the resolution set forth at item no. 3 of the Notice for the approval of the members as an ordinary resolution.

ITEM NO 4:

The Board at its meeting held on 31 August, 2018 appointed Mr. Kalpesh Kikani (DIN:03534772) as Additional Director of the Company who holds office up to the ensuing Annual General Meeting of the Company.

Pursuant to section 160 of the Companies Act 2013, the Company has received a Notice in writing from a Member proposing the candidature of Mr. Kalpesh Kikani for the office of Director.

Mr. Kalpesh Kikani, is not disqualified from being appointed as a Director by virtue of the provisions of Section 164 of the Companies Act, 2013. Pursuant to Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company.

The details of Mr. Kalpesh Kikani containing brief profile, nature of expertise, etc. as required under Secretarial Standard -2 is annexed to the Notice as Annexure 1.

None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, is concerned or interested financially or otherwise in the resolution at Item No.4 of the Notice except that Mr. Kalpesh Kikani, in the capacity of director, is deemed to be concern or interested in this resolution.

The Board recommends the resolution set forth at item no. 4 of the Notice for the approval of the members as an ordinary resolution.

ITEM NO 5:

The Board at its meeting held on 31st August, 2018 appointed Mr. Nikhil Gahrotra (DIN: 01277756) as Additional Director of the Company who holds office up to the ensuing Annual General Meeting of the Company.

Pursuant to section 160 of the Companies Act 2013, the Company has received a Notice in writing from a Member proposing the candidature of Mr. Nikhil Gahrotra for the office of Director.

Mr. Nikhil Gahrotra, is not disqualified from being appointed as a Director by virtue of the provisions of Section 164 of the Companies Act, 2013. Pursuant to Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company.

The details of Mr. Nikhil Gahrotra containing brief profile, nature of expertise, etc. as required under Secretarial Standard -2 is annexed to the Notice as Annexure 1.

None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, is concerned or interested financially or otherwise in the resolution at Item No.5 of the Notice except that Mr. Nikhil Gahrotra, in the capacity of director, is deemed to be concern or interested in this resolution.

The Board recommends the resolution set forth at item no. 5 of the Notice for the approval of the members as an ordinary resolution.

ITEM NO 6:

The Board at its meeting held on 23rd October, 2018 appointed Mrs. Anuradha Bajpai (DIN:07128141), as an Additional Director with effect from 1st November, 2018, pursuant to Section 161 of the Companies Act, 2013, she will hold office upto the date of the ensuing Annual General Meeting.

The Company has received a Notice in writing under the provisions of Section 160 of the Companies Act, 2013 from a Member proposing the candidature of Mrs. Anuradha Bajpai for the Office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

The details of Mrs. Anuradha Bajpai containing brief profile, nature of expertise, etc. as required under Secretarial Standard -2 is annexed to the Notice as Annexure 1.

None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, is concerned or interested financially or otherwise in the resolution at Item No.6 of the Notice except that Mrs. Anuradha Bajpai, in the capacity of director, is deemed to be concern or interested in this resolution.

The Board recommends the resolution set forth at item no. 6 of the Notice for the approval of the members as an ordinary resolution.

ITEM NO 7:

The Board at its meeting held on 23rd October, 2018 appointed Mr. Chirag Bhansali (DIN 07395877), as an Additional Director, pursuant to Section 161 of the Companies Act, 2013, she will hold office upto the date of the ensuing Annual General Meeting.

The Company has received a Notice in writing under the provisions of Section 160 of the Companies Act, 2013 from a Member proposing the candidature of Mr. Chirag Bhansali for the Office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

The details of Mr. Chirag Bhansali, containing brief profile, nature of expertise, etc. as required under Secretarial Standard -2 is annexed to the Notice as Annexure 1.

None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, is concerned or interested financially or otherwise in the resolution at Item No.7 of the Notice except that Mr. Chirag Bhansali, in the capacity of director, is deemed to be concern or interested in this resolution.

The Board recommends the resolution set forth at item no. 7 of the Notice for the approval of the members as an ordinary resolution.

By order of the Board of Directors
For CREIXENT SPECIAL STEELS LIMITED

Date: 19th December, 2019

Place: Mumbai

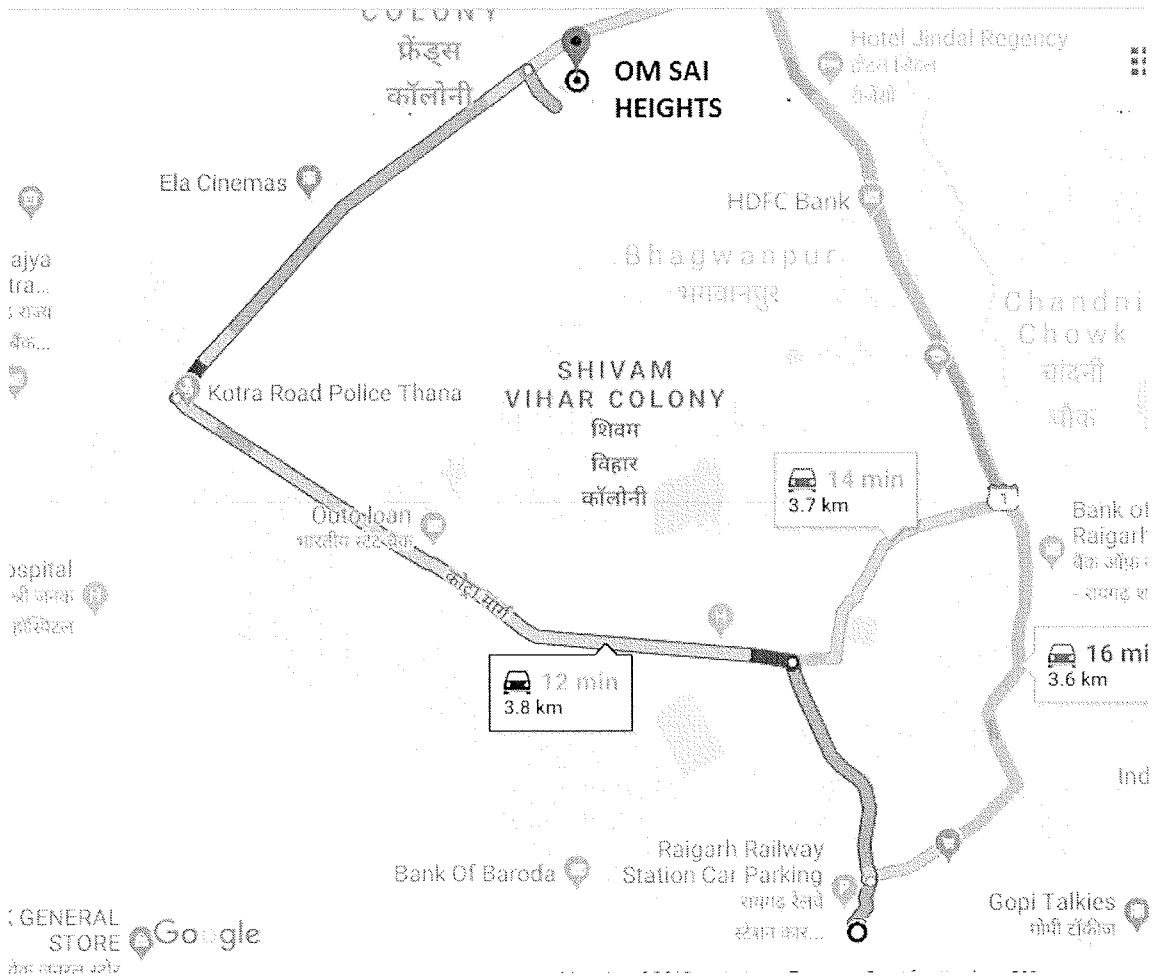

SHYAM DIKATWAR
COMPANY SECRETARY
MEMBERSHIP NUMBER: ACS-33003



AGM Route Map:

Date of AGM: 27th December, 2019

Landmark: Near Central Excise Office, Division Raigarh, Darogapara, Chhattisgarh 496001



To,
The Board of Directors,
Creixent Special Steels Limited
QR No. 50-51, Park Avenue Colony,
Jindal Road, Dhimrapur,
Raigarh 496001

Consent to hold Annual General Meeting at Shorter Notice

Pursuant to section 101(1) and other applicable provisions of the Companies Act, 2013, I/we _____ holding _____ equity shares of Rs. 10/- each in Creixent Special Steels Limited (the Company), hereby give consent to hold the 1st Annual General Meeting of the Company at Block A, Flat No. 612A, Om Sai Heights, Kotra Bypass Road, Near Dhimrapur Chowk, Raigarh-496001, Chhattisgarh on Friday, 27th December, 2019 at 11.00 a.m. at a shorter notice or any adjournment thereof.

Signature

Name: _____

Date: _____

CREIXENT SPECIAL STEELS LIMITED

Regd. Office: QR No. 50-51, Park Avenue Colony, Jindal Road, Dhimrapur, Raigarh 496001

CIN: U27209CT2018PLC008397

Phone: 07762 291022; Website: www.jsw.in

ADMISSION SLIP

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

DP Id & Client Id / Regd. Folio No.*		No. of Shares	
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Name(s) and address of the member in full

I / we hereby record my / our presence at the 1st Annual General Meeting of Creixent Special Steels Limited held on Block A, Flat No. 612A, Om Sai Heights, Kotra Bypass Road, Near Dhimrapur Chowk, Raigarh-496001, Chhattisgarh on Friday, 27th December, 2019 at 11.00 a.m., at shorter notice.

Please (✓) in the box

MEMBER PROXY

Signature of Member / Proxy

*Applicable for member holding shares in physical form.

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CREIXENT SPECIAL STEELS LIMITED

Regd. Office: QR No. 50-51, Park Avenue Colony, Jindal Road, Dhimrapur, Raigarh 496001

CIN: U27209CT2018PLC008397

Phone: 07762 291022; Website: www.jsw.in

Form No. MGT-11

PROXY FORM

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

Name of Member(s):	
Registered Address:	
Email Id:	
Folio No. /Client ID :	
DP ID :	

I/We, being the member (s) of shares of Creixent Special Steels Limited, 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 1st Annual General Meeting of Creixent Special Steels Limited scheduled to be held on Block A, Flat No. 612A, Om Sai Heights, Kotra Bypass Road, Near Dhimrapur Chowk, Raigarh-496001, Chhattisgarh on Friday, 27th December, 2019 at 11.00 a.m. at shorter notice or / and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolutions	Optional**	
		For	Against
1.	Receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statement) for the period ended 31 st March, 2019 and the Reports of Directors and Auditors thereon;		
2.	To appoint Statutory Auditors of the Company and to fix their remuneration;		
3.	To appoint Mr. Seshagiri Rao M.V.S. (DIN 00029136), as Non-Executive Director.		
4.	To appoint Mr. Kalpesh Kikani (DIN:03534772), as Non- Executive Director		
5.	To appoint Mr. Nikhil Gahotra (DIN:01277756), as Non-Executive Director		
6.	To appoint Mrs. Anuradha Bajpai (DIN:07128141), as an Independent Director		

7.	To appoint Mr. Chirag Bhansali (DIN 07395877), as Independent Director		
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*Applicable for investors holding shares in electronic form.

Signed thisday of2019

Signature of Shareholder(s)

Affix the revenue stamp of Re 1/-
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Note

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company situated at QR No. 50-51, Park Avenue Colony, Jindal Road, Dhimrapur, Raigarh 496001, not later than 48 hours before the commencement of the Meeting.
2. The proxy need not be a member of the company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. **This is only optional please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT IN 01st ANNUAL GENERAL MEETING

(Secretarial Standard-2 issued by the Institute of Company Secretaries of India)

Name of Director	Seshagiri Rao MVS	Nikhil Gahrotra	Kalpesh Kikani	Anuradha Bajpai	Chirag Bhansali
Date of Birth	15 th January, 1958	8 th July, 1979	9 th September, 1972	15 th June, 1967	24 th January, 1977
Date of first appointment on Board	11 th Octboer, 2018	31 st August, 2018	31 st August, 2018	1 st November, 2018 [@]	23 rd October, 2018
Brief Profile/Experience/ Expertise in specific functional area	Mr. Seshagiri Rao M.V.S., is the Joint Managing Director & Group CFO, JSW Steel Limited, responsible for the overall operations of JSW Steel including Strategy formulations related to business development, expansion of existing businesses, joint ventures, mergers and acquisitions and Cost management. He possesses rich experience spanning over three decades in Steel Sector and in the areas of Corporate Finance and Banking.	Mr. Nikhil Gahrotra, aged 40 years, is a Principal at AION India Investment Advisors Private Limited. He joined the firm in February 2016 from Banyan Tree Growth Capital, an India-focused structured private equity fund, where he was a Director. Mr. Gahrotra has over 14 years of financial services experience and 12 years of private equity investment experience including over 5 years with the growth capital team at 3i Group Plc in India and as a founding member of the India office of Q Investments, a US based hedge fund. Prior to Q Investments, Mr. Gahrotra was with Citigroup's investment banking team where he advised on M&A and equity/equity-linked capital raising of over \$2 billion for some of India's largest companies.	Mr. Kalpesh Kikani, aged 47 years, BE, MBA, CFA, serves as the Managing Director and Senior Partner of AION India Investment Advisors Private Limited. Mr. Kikani has been investing in India for over 20 years. Previously, he was a part of ICICI Bank's senior management team, as the Global Head of Special Situations & Structured Finance, where he was responsible for running India focused investment teams based in Mumbai, Singapore and London. Prior to this, Mr. Kikani established and headed the corporate and investment banking business for ICICI Bank UK PLC focusing on leveraged and structured finance transactions with teams based in the United Kingdom, Germany and Belgium. Over the course of his career, Mr. Kikani has deep experience in investing in Indian enterprises in the area of distress, structured	Mrs. Anuradha Bajpai Graduated from R.A.Podar College of Commerce and Economics and qualified as a Chartered Accountant in 1987. She is practising in individual capacity since April 2014. Her assignments include statutory audit, tax audit, diagnostic testing, identifying and strengthening controls over financial reporting, strengthening process controls, third -party assessment of the strengths and weaknesses of the organisation and the like. She has completed the Prevention of Money Laundering Course organised by the Institute of Chartered Accountants. She worked on a flexi-schedule basis for 17 years with Deloitte, Haskins & Sells, one of the Big-4 in the professional services industry. During the course of these years she had a vast and unparalleled exposure to nearly every industry, the	Mr. Chirag Bhansali is a practicing Chartered Accountant having an overall post qualification experience of about 12 years. He is the partner of MM & Co. LLP, Mumbai. His main area of practice is management of accounts & taxation, statutory audit, advising on Goods & Service Tax, representation for assessment and other proceeding in the tax department.

Name of Director	Seshagiri Rao MVS	Nikhil Gahrotra	Kalpesh Kikani	Anuradha Bajpai	Chirag Bhansali
			equity and credit investments.	chief of them being Companies involved in the highly regulated finance sector (NBFC's, investment banking companies, broking companies, depository participants, primary market operations etc), the advertising industry, the telecommunication sector, retail industry and the iron and steel industry. Companies she worked with include the Merrill Lynch group of Companies, the Morgan Stanley Group of Companies, The J M Financial Group of Companies, Caspian Broking, Rentworks India, Shoppers' Stop, Mindshare, HTA, Ogilvy & Mather, Tata Teleservices etc. She worked in various positions for 5 years with DSP Merrill Lynch Private Limited. As a Senior Manager handling MIS reporting, revenue recognition and taxation reported to the CFO. She worked as a sub-broker on the Mumbai Stock Exchange for two years. She worked in the Audit Department of M.L. Bhuwania and A.F. Fergussons, both being firms of Chartered Accountants post	

Name of Director	Seshagiri Rao MVS	Nikhil Gahrotra	Kalpesh Kikani	Anuradha Bajpai	Chirag Bhansali
				qualification for a period of 3 years.	
Qualifications	He is a member of the Institute of Cost and Works Accountants of India and a licentiate member of the Institute of Company Secretaries of India. He is also a Certified Associate of the Indian Institute of Bankers and a diploma holder in Business Finance awarded by the Institute of Chartered Financial Analysts of India.	Mr. Gahrotra completed his MBA in the Dean's List from the Indian School of Business and his Bachelor of Engineering in Electronics with a Distinction, from VJTI Mumbai, University of Bombay.	BE, MBA, CFA	Graduate in Commerce and Economics and qualified as a Chartered Accountant in 1987	Chartered Accountant
Terms and conditions of appointment/ re-appointment	Tenure as a Director is subject to retirement by rotation in terms of Section 152 of the Companies Act 2013.	Tenure as a Director is subject to retirement by rotation in terms of Section 152 of the Companies Act 2013	Tenure as a Director is subject to retirement by rotation in terms of Section 152 of the Companies Act 2013	As per the resolution proposed at Item No. 6 of the Notice of the 01 st Annual General Meeting read together with the explanatory statement.	As per the resolution proposed at Item No. 7 of the Notice of the 01 st Annual General Meeting read together with the explanatory statement.
Remuneration last drawn by such person, if applicable	N.A.	N.A.	N.A.	N.A.	N.A.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not inter se related to any other Director or Key Managerial Personnel. The Company do not have a Manager.	Not inter se related to any other Director or Key Managerial Personnel. The Company do not have a Manager.	Not inter se related to any other Director or Key Managerial Personnel. The Company do not have a Manager.	Not inter se related to any other Director or Key Managerial Personnel. The Company do not have a Manager.	Not inter se related to any other Director or Key Managerial Personnel. The Company do not have a Manager.
Number of Meetings of the Board attended during the year	4 of 4	4 of 5	3 of 4	2 of 2	1 of 2
Directorship held in other companies	1. JSW Steel Limited 2. Monnet Ispat and Energy Limited	1. Gold Wind Properties Private Limited 2. Monnet Ispat and Energy Limited	1. AION India Investment Advisors Private Limited	1. JSW Steel Coated Products Limited 2. Brahmani Rivers Pellets Limited	JTPM Atsali Limited

Name of Director	Seshagiri Rao MVS	Nikhil Gahrotra	Kalpesh Kikani	Anuradha Bajpai	Chirag Bhansali
		3. JTPM Atsali Limited 4. Planetcast Media Services Limited 5. Agm Capital India Private Limited 6. Igt Solutions Private Limited 7. Ritvika Trading Private Limited	2. Clix Capital Services Private Limited 3. ARCION Revitalization Private Limited 4. Clix Finance India Private Limited 5. Monnet Ispat and Energy Limited 6. JTPM Atsali Limited 7. Planetcast Media Services Limited 8. Cloudcast Digital Limited 9. Planetcast Technologies Limited 10. Planetcast Broadcasting Services Limited	3. JSW Severfield Structures Limited 4. JTPM Atsali Limited 5. JSW Investments Private Limited 6. Gagan Trading Company Limited 7. Monnet Ispat and Energy Limited	
Membership/ Chairmanship of committees of other companies*	Member of Audit Committee: JSW Steel Limited	Member of Audit Committee: 1. Monnet Ispat and Energy Limited 2. JTPM Atsali Limited Member of Stakeholder Relationship Committee: Monnet Ispat and Energy Limited	NIL	Member of Audit Committee: Monnet Ispat and Energy Limited JTPM Atsali Limited Gagan Trading Ltd. Chairman of Audit Committee: JSW Steel Coated Products Limited Brahmani River Pellets Limited JSW Severfield Structures Limited Chairman of Stakeholder Relationship Committee: Monnet Ispat and Energy Limited	NIL

Name of Director	Seshagiri Rao MVS	Nikhil Gahrotra	Kalpesh Kikani	Anuradha Bajpai	Chirag Bhansali
Shareholding in the Company	NIL	NIL	NIL	NIL	NIL

*Only two Committees namely, Audit Committee and Stakeholders Relationship Committee have been taken into consideration. Companies includes listed as well as unlisted entities.

@ Appointment approved at the Board meeting held on 23rd October, 2018 with effect from 1st November, 2018.