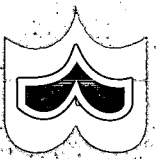


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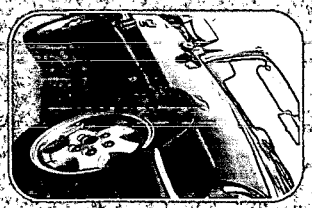
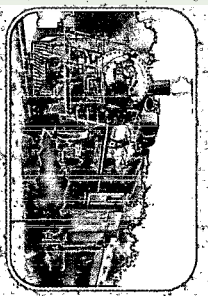
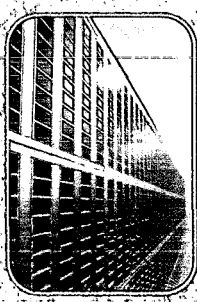
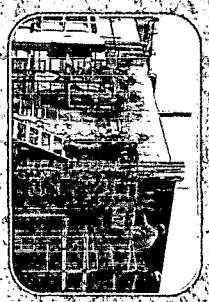
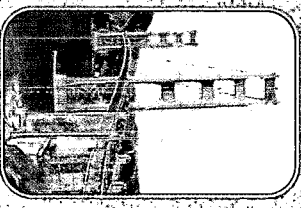
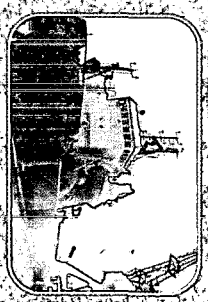
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BEEKAY

**BEEKAY STEEL
INDUSTRIES LTD.**



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As a measure of economy, Copies of Annual Report will not be distributed at the Annual General Meeting. Share Holders are requested to kindly bring their copies to the meeting.

CORPORATE INFORMATION

BOARD OF DIRECTORS :

- Mr. Basheshar Lal Bansal (*Chairman Emeritus*)
- Mr. Suresh Chand Bansal (*Vice Chairman & Managing Director*)
- Mr. Mukesh Chand Bansal (*Joint Managing Director*)
- Mr. Vikas Bansal (*Executive Director*)
- Mr. Gautam Bansal (*Whole time Director*)
- Mr. O.P. Bansal (*Director-Marketing*)
- Mr. Manav Bansal (*Director*)
- Mr. Vijay Kr. Bansal (*Director*)
- Mr. B.C.Khaitan (*Independent Director*)
- Mr. A.K.Sikdar (*Independent Director*)
- Mr. Brijesh Kumar Dalmia (*Independent Director*)
- Mr. Madhu Sureka (*Independent Director*)

BANKERS :

- Allahabad Bank
- State Bank of India

REGISTERED OFFICE :

- Sagar Estate, 6th Floor
- 2, N.C Dutta Sarani, Kolkata-700001
- Tel: 033-22130628 / 29, 22300639
- Fax: 033-22105640

CORPORATE OFFICE :

- Lansdowne Towers, 4th Floor
- 2/1A, Sarat Bose Road, Kolkata-700020.
- Tel: 033 30514444 Fax: 033-2283 3322
- E-mail: contact@beekaysteel.com

WORKS :

- Howrah (W.B.)
- Jamshedpur (*Jharkhand*)
- Chennai (*Tamilnadu*)
- Visakhapatnam (*A.P*)
 - a. Autonagar
 - b. Bheemlipatnam
 - c. Vellanki



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BRANCHES : Chennai
Mumbai
Bangalore
Delhi
Hyderabad
Ahmedabad
Pune
Coimbatore
Visakhapatnam

AUDITORS : Rustagi & Associates
Chartered Accountants
59, Bentick Street, Kolkata-7000 69

SOLICITOR & ADVOCATES : M/s. Jhunjhunwala & Co., Kolkata

REGISTRARS & SHARE

TRANSFER AGENTS : Maheshwari Datamatics Pvt. Ltd.
6, Mangoe Lane, 2nd Floor, Kolkata-700 001
Ph: 033-2248 2248, 2243 5809, 2243 5029
Fax: 033-2248 4787
Email: mdpl@cal.vsnl.net.in

NOTICE

NOTICE is hereby given that the 25th Annual General Meeting of the Members of BEEKAY STEEL INDUSTRIES LIMITED will be held at the Registered Office of the Company at 'Sagar Estates', 6th Floor, 2, N.C. Dutta Sarani, Kolkata – 700 001 on Monday, the 30th December, 2006 at 3.00 P. M. to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2006 and the Profit & Loss Account of the Company for the year ended on that date and the Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Vikas Bansal, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Gautam Bansal, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors and fix their remuneration.

SPECIAL BUSINESS :

To consider, and if thought fit, to pass with or without modifications, the following resolutions –

5. **APPOINTMENT OF MR. O. P. Bansal AS A DIRECTOR**

As an Ordinary Resolution :

" RESOLVED THAT Mr. O. P. Bansal be and is hereby appointed as a Director of the Company who shall be liable to retire by rotation."

6. **APPOINTMENT OF MR. MANAV BANSAL AS A DIRECTOR**

As an Ordinary Resolution :

" RESOLVED THAT Mr. Manav Bansal be and is hereby appointed as a Director of the Company who shall be liable to retire by rotation."

7. **APPOINTMENT OF MR. BIRJESH KUMAR DALMIA AS A DIRECTOR**

As an Ordinary Resolution :

" RESOLVED THAT Mr. Brijesh Kumar Dalmia be and is hereby appointed as a Director of the Company who shall be liable to retire by rotation."

8. **APPOINTMENT OF MR. MADHU SUREKA AS A DIRECTOR**

As an Ordinary Resolution :

" RESOLVED THAT Mr. Madhu Sureka be and is hereby appointed as a Director of the Company who shall be liable to retire by rotation."



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9. APPOINTMENT OF MR. M. C. BANSAL AS JT. MG. DIRECTOR

As an Ordinary Resolution :

" RESOLVED THAT in accordance with the provisions of Sections 198, 269 (read with Schedule XIII), 309 and other applicable provisions, if any, of the Companies Act, 1956 and other approvals as may be necessary, the Company hereby approves appointment of Mr. M. C. Bansal as Joint Managing Director of the Company for a period of 5 (Five) years w.e.f. 1st January, 2007 upon the terms and conditions and such remuneration and perquisites as set out in the Explanatory Statement annexed to this notice convening the Annual General Meeting with liberty to the Board of Directors to alter and / or vary the terms and conditions including remuneration as may be agreed by the Board and Mr. M. C. Bansal provided in any year the total remuneration including perquisites of Mr. M. C. Bansal shall not exceed the limits specified in Schedule XIII of the Companies Act, 1956 or any amendment thereto.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, things and matters as may be necessary, usual or proper for giving effect to the above."

10. APPOINTMENT OF MR. O. P. BANSAL AS DIRECTOR-MARKETING

As an Ordinary Resolution :

" RESOLVED THAT in accordance with the provisions of Sections 198, 269 (read with Schedule XIII), 309 and other applicable provisions, if any, of the Companies Act, 1956 and other approvals as may be necessary, the Company hereby approves appointment of Mr. O. P. Bansal as a Director-Marketing of the Company for a period of 5 (Five) years w.e.f. 1st January, 2007 upon the terms and conditions and such remuneration and perquisites as set out in the Explanatory Statement annexed to this notice convening the Annual General Meeting with liberty to the Board of Directors to alter and / or vary the terms and conditions including remuneration as may be agreed by the Board and Mr. O. P. Bansal provided in any year the total remuneration including perquisites of Mr. O. P. Bansal shall not exceed the limits specified in Schedule XIII of the Companies Act, 1956 or any amendment thereto.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, things and matters as may be necessary, usual or proper for giving effect to the above."

Registered Office:

" Sagar Estate"
2, N. C. Dutta Sarani,
Kolkata - 700 001.

By Order of the Board
For **Beekay Steel Industries Limited**

S. C. Bansal,
Managing Director

Dated : 29th November, 2006.
Place : Kolkata

NOTES

- 1 A MEMBER ENTITLED TO ATTEND AND VOTE IS ALSO ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND & VOTE INSTEAD OF HIMSELF & A PROXY NEED NOT BE A MEMBER.
- 2 Proxies in order to be effective must be received by the Company not less than forty eight hours before the meeting.
- 3 Register of Members and Share Transfer Register shall remain closed from 26th December, 2006 to 30th December, 2006 (both days inclusive).
4. Members holding shares in physical form are requested to notify immediately changes, if any, in their registered address and bank particulars, to the Company at its Registered Office or to its Registrars & Share Transfer Agent, at the following address quoting their folio numbers :-
M/S. Maheshwari Datametics Pvt. Ltd., 6, Mangoe Lane, Kolkata – 700 001. Phone Nos. 91-33-2243-5029 / 5809, 2248-2248 Fax No. 91-33-2248-4787, E.Mail – mdpl@cal.vsnl.net.in.
5. Members/ Proxies should bring the attendance slips duly filled in for attending the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

Item No. 5

Mr. O. P. Bansal was appointed as an Additional Director of the Company by the Board of Directors in its meeting held on 29th November, 2006 with immediate effect. Pursuant to section 260 of the Companies Act, 1956, Mr. O. P. Bansal holds the office of a Director up to the date of the ensuing Annual General Meeting unless re-appointed. His candidature of Directorship of the Company has been proposed by a member pursuant to Section 257 of the Companies Act, 1956.

Mr. O. P. Bansal is has vast experience in managing the Brach-Office affairs of the Company and marketing of the products. His presence in the Board will immensely help the Company to leap towards the future with certainty.

Your Directors, therefore, recommend the resolution for your approval.

No Director other than Mr. O. P. Bansal is concerned or interested in the resolution.

Item No. 6

Mr. Manav Bansal was appointed as an Additional Director of the Company by the Board of Directors in its meeting held on 29th November, 2006 with immediate effect. Pursuant to section 260 of the Companies Act, 1956, Mr. Manav Bansal holds the office of a Director up to the date of the ensuing Annual General Meeting unless re-appointed. His candidature of Directorship of the Company has been proposed by a member pursuant to Section 257 of the Companies Act, 1956.

Mr. Manav Bansal is a Commerce Graduate and MBA from University of Wales, U.K. and 31 years of age. He is having experience of more than 10 years in corporate planning, financial management, taxation, general administration, etc.

His long association with the sister concerns has made him a specialized person in the fields of business, finance and corporate & other laws. His presence in the Board will immensely help the Company to leap towards the future with certainty.

Your Directors, therefore, recommend the resolution for your approval.

No Director other than Mr. Manav Bansal is concerned or interested in the resolution.



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Item No. 7

Mr. Brijesh Kumar Dalmia was appointed as an Additional Director of the Company by the Board of Directors in its meeting held on 29th November, 2006 with immediate effect. Pursuant to section 260 of the Companies Act, 1956, Mr. Brijesh Kumar Dalmia holds the office of a Director up to the date of the ensuing Annual General Meeting unless re-appointed. His candidature of Directorship of the Company has been proposed by a member pursuant to Section 257 of the Companies Act, 1956.

Mr. Brijesh Kumar Dalmia is a qualified Certified Financial Planner and 34 years of age. He is a Fellow Member of Life Underwriting Training Council, LUTCE(IN). He possesses qualifications of AMFI Certified for Mutual Fund and IRDA Certified for Life and General Insurance. He is also a Member of the Product Advisory Committee of ICICI Prudential Life Insurance Co. Ltd. Today he is one of the leading names in the area of Financial Planning. He is one of the very first CFPCM from Eastern India and now is part of the strong 70000 CFPCM spread through out the world. He has a flair for ethical practices.

His presence in the Board will immensely help the Company to leap towards the future with certainty.

Your Directors, therefore, recommend the resolution for your approval.

No Director other than Mr. Brijesh Kumar Dalmia is concerned or interested in the resolution.

Item No. 8

Mr. Madhu Sureka was appointed as an Additional Director of the Company by the Board of Directors in its meeting held on 29th November, 2006 with immediate effect. Pursuant to section 260 of the Companies Act, 1956, Mr. Madhu Sureka holds the office of a Director up to the date of the ensuing Annual General Meeting unless re-appointed. His candidature of Directorship of the Company has been proposed by a member pursuant to Section 257 of the Companies Act, 1956.

Mr. Madhu Sureka is a commerce graduate having more than 10 years of experience in purchase, sales management and handling allied matters. His long involvement in the said fields has made him a specialized person in the same. His presence in the Board will immensely help the Company to leap towards the future with certainty.

Your Directors, therefore, recommend the resolution for your approval.

No Director other than Mr. Madhu Sureka is concerned or interested in the resolution.

Item No. 9

Mr. M. C. Bansal was appointed as Jt. Managing Director by the Board of Directors of the Company in its meeting held on 29th November, 2006 has for a period of 5 (Five) years from 1st January, 2007, subject to the approval of Shareholders to look after the day to day affairs of the Company on the following terms and conditions:

Salary: Rs.50,000/- per month and annual increment up to 20% of the salary last drawn as may be recommended by the Remuneration committee and approved by the Board.

Performance Linked Bonus: Such percentage of the net profits of the Company or such amount as may be decided by the Board of Directors for each financial year or part thereof, provided however that the aggregate amount of Salary and Performance Linked Bonus shall not exceed the limits as per the provisions of section 198 of the Companies Act, 1956.

Perquisites: The Jt. Mg. Director, in addition to Salary and Performance Linked Bonus, shall be entitled to the following perquisites which may be reviewed by the Board from time to time:-

- a. Housing: Residential accommodation including electricity (or reimbursement of House Rent in lieu thereof on actual basis).
- b. Medical Reimbursement: Reimbursement of Medical expenses incurred for self and family on actual basis.
- c. Leave Travel Concession: For self and family to and for any place in India, once in a year in accordance with the rules of the Company.
- d. Clubs Fees : Fees of Clubs, shall be subject to a maximum of two clubs, provided that no life membership or admission fee shall be paid by Company.

- e. Personal Accident Insurance : Premium not to exceed Rs. 5,000/- per annum.
- f. Provident Fund / Superannuation Fund / Gratuity:
 - i) Contribution to provident fund, super-annuation fund or annuity fund in accordance with the rules of the Company, so that these either singly or put together are not taxable under the I.T.Act.1961.
 - ii) Gratuity payable shall not exceed half of a month's salary for each completed year of service.
- g. Car & Telephone : The Jt. Mg. Director shall be provided car with driver and telephones at his residence for company's business as well as for personal use. However, long distance calls for personal use will be billed by the Company
- h. Other Benefits :
 - i) Leave : On full pay and allowances as per the rules of the Company but not more than one month's leave for every eleven months' of services. However, leave accumulated but not availed of shall be dealt with as per the Income Tax Rules, 1962, Casual and sick leave on full pay and allowance as per rules of the Company
 - ii) The Jt. Mg. Director shall be entitled to reimbursement of traveling, entertainment and all other expenses actually and properly incurred for legitimate business need of the Company but subject to rules of the Company framed time to time.
 - iii) The Jt. Mg. Director shall be reimbursed out of pocket expenses as may be incurred by him in the course of discharging his duties in the capacity of Jt. Mg. Director.
 - iv) The Jt. Mg. Director as long as he functions as such, shall not be paid any sitting fee for attending meeting of the Board of Directors of any Committee thereof.

Minimum Remuneration : In the absence or inadequacy of profit of the Company in any financial year, Mr. M. C. Bansal will be entitled to such receive such remuneration as is permissible under Schedule - XIII of the Companies Act, 1956 or any amendments thereof.

The Jt. Managing Director, shall not so long as he function in the capacity as Jt. Managing Director be subject to retirement by rotation.

Either party may terminate the agreement by giving 3 (three) months notice in writing or remuneration in lieu thereof without showing any reason.

The terms of appointment has been recommended by the Remuneration Committee.

This may be treated as an abstract pursuant to Section 302 of the Companies Act, 1956.

The Board of Directors of the Company considers that appointment of Mr. M. C. Bansal will be in the interest of the Company and such recommends the adoption of the resolution.

None of the Directors of the Company except Mr. M. C. Bansal is concerned or interested in the Resolution.

A copy of the terms of appointment of Mr. M. C. Bansal is open for inspection by the members of the Company Registered Office of the Company during business hours on all working days.

Item No. 10

Mr. O. P. Bansal was appointed as Director-Marketing by the Board of Directors of the Company in its meeting held on 29th November, 2006 has for a period of 5 (Five) years from 1st January, 2007, subject to the approval of Shareholders to look after the day to day affairs of the Company on the following terms and conditions:

Salary: Rs. 20,000/- per month and annual increment up to such percentage of the salary last drawn as may be recommended by the Remuneration committee and approved by the Board.

**Other Benefits:**

- i) He shall be entitled to reimbursement of traveling, entertainment and all other expenses actually and properly incurred for legitimate business need of the Company but subject to rules of the Company framed time to time.
- ii) He shall be reimbursed out of pocket expenses as may be incurred by him in the course of discharging his duties in the capacity of Jt. Mg. Director
- iii) Mr. O.P. Bansal, so long as he functions as Director-Marketing, shall not be paid any sitting fee for attending meeting of the Board of Directors of any Committee thereof.

Minimum Remuneration : In the absence or inadequacy of profit of the Company in any financial year, Mr. O. P. Bansal will be entitled to such receive such remuneration as is permissible under Schedule - XIII of the Companies Act, 1956 or any amendments thereof.

Either party may terminate the agreement by giving 3 (three) months notice in writing or remuneration in lieu thereof without showing any reason.

The terms of appointment has been recommended by the Remuneration Committee.

This may be treated as an abstract pursuant to Section 302 of the Companies Act.

The Board of Directors of the Company considers that appointment of Mr. O. P. Bansal will be in the interest of the Company and such recommends the adoption of the resolution.

None of the Directors of the Company except Mr. O. P. Bansal is concerned or interested in the Resolution.

A copy of the terms of appointment of Mr. O. P. Bansal is open for inspection by the members of the Company Registered Office of the Company during business hours on all working days.