BIHAR SPONGE IRON LIMITED

CIN - L27106JH1982PLC001633
Registered Office : Umesh Nagar, Chandil, Dist Saraikela-Kharsawan, Jharkhand-832401
Ph.: +91-6591-232410/17, E-mail: companysecretary@bsil.org.in
Web.: http://www.bsil.org.in

NOTICE

NOTICE is hereby given that the 35th ANNUAL GENERAL MEETING of the Members of Bihar Sponge Iron Limited will be held at "Company's Guest House, Umesh Nagar, Chandil, District- Saraikela- Kharsawan, Jharkhand-832401" on Tuesday, the 19th day of September, 2017 at 2:00 P.M. (IST) to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2017, the Report of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mrs. Kumkum Modi (DIN- 00522904), who retires from office by rotation and being eligible, offers herself for re-appointment.
3. To consider and if thought fit, give your assent or dissent to the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, read with the Companies (Audit & Auditors) Rules, 2014, (and all other applicable provisions, if any, of the Act and Rules made thereunder including any statutory modification or re-enactment thereof, for the time being in force), M/s. K. K. Jain & Co., Chartered Accountants, (Firm Registration No. 002465N), be and is hereby appointed as the Statutory Auditors of the Company and to hold the office from the conclusion of this Annual General Meeting till the conclusion of 40th Annual General Meeting of the Company, subject to ratification as to the said appointment at every Annual General Meeting, on such remuneration as may be mutually agreed between the Board of Directors and the Auditors.**"**

SPECIAL BUSINESS:

4. **Appointment of Dr. Rohit Garg as an Independent Director of the Company.**

   To consider and if thought fit, give your assent or dissent to the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (the Act) and the Rules made there under read with Schedule IV to the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Dr. Rohit Garg, an Additional Director of the Company in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, 2013 and meets the criteria under section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 14th November, 2016, not being liable to retire by rotation.**"**

5. **Authorization for Related Party Transactions by the Company.**

   To consider and if thought fit, give your assent or dissent to the following Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and Regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and any other applicable provisions, if any, the consent of the members be and is hereby accorded to enter into the related party transactions by the Company with the respective related parties and for the revised maximum amounts per annum, for a period of 5 years starting from 1st April, 2017 as mentioned herein below:

Sr. No.	Nature of Transaction	Directors/KMP who is related and nature of relation	Related Parties	Amount (Rs. Lacs) Receipt	Payment
1.	Lease/sub-lease/rent for office/facility user agreement and others	Mr. U. K. Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi, Mr. Jayesh Modi, Mr. R. K. Aggarwal and Mr. B. D. Garg are common directors.	Modi Hitech India Ltd.	30.00	Nil
		G S Pharmbutor Pvt. Ltd. holds more than 20 % shares in Moderate Leasing and Financial Services Limited which is a promoter group company and holds 49.10 % shares of the Company. Mr. R. K. Aggarwal is a common director.	G S Pharmbutor Pvt. Ltd.	1000.00	10.00
2.	Purchase of stationaries and other items	Mr. Jayesh Modi and Mrs. Kumkum Modi are common directors and Mr. U. K. Modi, Mr. Abhishek Modi, are relative of directors.	Jayesh Tradex Pvt. Ltd.	Nil	2.00
		Mr. U. K. Modi, Mrs. Kumkum Modi and Mr. J.N. Khurana are common directors and Mr. Abhishek Modi and Mr. Jayesh Modi as relative of directors.	Modi-Mundipharma Beauty Products Pvt. Ltd. (earlier known as Modi Revlon Pvt. Ltd.)	Nil	1.00
		Mr. U. K. Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi and Mr. Jayesh Modi are common directors.	Win-Medicare Pvt. Ltd.	Nil	2.50
		Mr. U. K. Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi and Mr. Jayesh Modi as relative of a director.	MG Mobiles India Pvt. Ltd.	Nil	1.00
3.	Printing of Annual Reports	Mrs. Kumkum Modi is common director and Mr. U. K. Modi, Mr. Abhishek Modi and Mr. Jayesh Modi as relative of directors.	Modi Motors Pvt. Ltd	Nil	7.50
4.	Support Services	Mrs. Kumkum Modi, Mr. Abhishek Modi are common directors and Mr. U. K. Modi and Mr. Jayesh Modi as relative of directors.	Modiline Travel Services Pvt. Ltd.	Nil	2.50
		Mr. U. K. Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi and Mr. Jayesh Modi are common directors.	Modi-Mundipharma Pvt. Ltd.	1.00	1.00
		Mr. U. K. Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi, Mr. Jayesh Modi, Mr. R. K. Aggarwal and Mr. B. D. Garg are common directors.	Modi Hitech India Ltd.	Nil	2.50

RESOLVED FURTHER THAT consent of the members be and is hereby accorded for ratification of the aforesaid related party transactions/agreements already entered into by the Company exceeding the threshold limits as specified in Rule 15 (3) of the Companies (Meetings of Board and its Powers) Rules, 2014 and which are material in nature in terms of Regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, if any.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transactions with the related party, finalise the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this resolution in the best interest of the Company.**"**

6. Authorization for Related Party Transactions by the Company.

To consider and if thought fit, give your assent or dissent to the following Special Resolution:

"RESOLVED THAT pursuant to the provisions of section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and the relevant Rules framed there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), and the enabling provisions in the Memorandum of Association and Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the Board of Directors to lease, pledge, mortgage and/or to create charge on immovable or movable assets of the Company at Chandil, Umesh Nagar, Saraikela-Kharsawan, Jharkhand.**"**

BY ORDER OF THE BOARD

Place: New Delhi
Dated: 29.07.2017

SHUBHANGI VARSHNEY
[COMPANY SECRETARY]

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is given below and forms part of the Notice.

2. A MEMBER ENTITLED TO ATTEND AND VOTE, IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UPTO AND NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY. FURTHER, A MEMBER HOLDING MORE THAN TEN PERCENT (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 PROXY FOR ANY OTHER PERSON OR MEMBER. THE INSTRUMENT APPOINTING PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING.

3. The Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday, 13th September, 2017 to Tuesday, 19th September, 2017** (both days inclusive).

4. Members are requested to note that the Company's shares are under compulsory demat trading for all the investors. Members are, therefore, requested to dematerialise their shareholding to avoid inconvenience.

5. M/s. Beetal Financial & Computer Services Private Limited, 99, Madangir, Behind Local Shopping Centre, New Delhi – 110062 Telephone no(s): 011-29961281, 282, 283, Fax: 011-29961284 Email: beetalrta@gmail.com is the Registrar and Share Transfer Agent (RTA) for physical shares of the Company and is also the depository interface (RTA) of the Company with both NSDL and CDSL. However, keeping in view the convenience of Shareholders, documents relating to shares will continue to be received by the Company at the Registered Office of the Company at Umesh Nagar, Chandil, Dist. Saraikela-Kharsawan, Jharkhand-832401, Ph.: +91-6591-232410/17, e-mail: companysecretary@bsil.org.in.

6. The documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company during working hours between 9:30 A.M. to 1:00 P.M. except on holidays.

7. Members/Proxies should bring the attendance slips duly filled in and signed for attending the Meeting.

8. Members who hold shares in physical form may nominate a person in respect of all the shares held by them whether singly or jointly. Members are advised to avail the nomination facility by filing Form SH-13 in their own interest. Blank forms will be supplied by the Company on request. Members holding shares in demat form may contact their respective Depository Participants for recording of nomination.

9. The Register of Directors and Key Managerial Personnel and their shareholding will be available for inspection at the meeting.

10. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment, Rules 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (mandatory for all listed companies), the Company is pleased to provide its Members facility to exercise their right to vote at the Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by the Central Depository Services (India) Limited (CDSL).

Instructions for members for voting electronically are as under:

(i) The voting period begins on **Saturday**, the **16th day of September, 2017** at 9:00 AM and ends on **Monday**, the **18th day of September, 2017** at 5:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, **Tuesday**, the **12th September, 2017** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on Shareholders.

(iv) 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.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical 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 the first two letters of their name and the 8 digits of the sequence number in the PAN field.

In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

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 as mentioned in instruction (iv).

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

(ix) 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.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for "Bihar Sponge Iron Limited" on which you choose to vote.

(xii) 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 for voting as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) 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.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xvii) If a 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.

(xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) **Note for Non – Individual Shareholders and Custodians**

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

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.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

(A) The Board of Directors has appointed Mr. Tushar Mehndiratta, Practicing Company Secretary, BC-55D, East Shalimar Bagh, New Delhi- 110088 as a Scrutinizer to process the e-voting and submit a report to the Chairman.

(B) Ms. Shubhangi Varshney, Company Secretary of the Company shall be responsible for addressing all the grievances in relation to this 35th Annual General Meeting including e-voting her mail ID is companysecretary@bsil.org.in. and may be contacted on phone no. 011-42504798.

(C) The Notice of the 35th Annual General Meeting are being sent to all the Members, whose names appear in the Register of Members as on record date, i. e. 4th August, 2017, through Registered Post and also by E-Mail, wherever registered. The Members may also download a copy of the Notice from the Website of the Company (www.bsil.org.in).

(D) The voting rights of shareholders shall be in proportion to their shareholding of paid-up equity share capital of the Company as on the cut-off date, i.e., 12th September, 2017. 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 cut-off date only shall be entitled to avail the facility of remote e-voting, voting through ballot form, as well as voting at the meeting through ballot.

(E) Kindly note that the shareholders can opt only one mode of voting i.e. either by e-voting or physical mode. If you are opting for e-voting, then do not vote physically. However, in case shareholder cast their vote through e-voting as well as physically, then voting done through e-voting will prevail.

(F) The results of voting shall be declared within two (2) days of the 35th Annual General Meeting convened for the purpose. The results of voting so declared along with the Scrutinizer's Report shall be placed on the Company's Website (www.bsil.org.in) CDSL Website and shall also be communicated to the Stock Exchanges (BSE).

12. Members desiring any information as regards to accounts are requested to address their questions to the Secretary of the Company at least 7 days before the date of the Meeting so that the required information is made available at the Meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM: 4

Dr. Rohit Garg, who was appointed as an Additional Director of the Company on 14th November, 2016. He has vast experience in the area of administration and management. He is a learned personality and has completed his MBBS from University of Pune. It is proposed to appoint him as an Independet Director for a term of five consecutive years, from 14th November, 2016 ot 13th November, 2021. A notice has been received from a member pursuant to section 160 of the Companies Act, 2013 proposing Dr. Rohit Garg as a candidate for the office of Independent Director. His office shall be liable to retire pursuant to section 149 of the Companies Act, 2013.

Dr. Rohit Garg, has given consent and intimation in writing to act as a Director in Form DIR-2 and DIR-8 respectively pursuant to Rules of Companies (Appointment & Qualification of Directors) Rules, 2014, in terms to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013, and a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

In the opinion of the Board, Mr. Rohit Garg satisfies the conditions specified under the Companies Act, 2013 and rules made there under for his appointment as an independent director of the Company. His continuation on the board as independent director will be beneficial to the Company and the Board recommends the resolution set out under Item No. 4 of this notice for approval of the members as ordinary resolution.

Except Dr. Rohit Garg none of the Director and/or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise in the proposed resolution.

Brief profile of Mr. Rohit Garg is provided at the end of this Notice.

ITEM: 5

The Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain necessary approval subject to section 188 of the Companies Act, 2013, Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any of the Act and rules made thereunder:

1. Sale, purchase or supply of any goods or materials;
2. Selling or otherwise disposing of or buying property of any kind;
3. Leasing of property of any kind;
4. Availing or rendering of any services;
5. Appointment of any agent for purchases or sale of goods, materials, services or property;
6. Such related party's appointment to any office or place of profit in the company, its subsidiary company or associate company and
7. Underwriting the subscription of any securities or derivatives thereof of the Company.

Regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 requires approval of the shareholder of the Company for material related party transactions.

In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013).

The particulars of the transaction pursuant to the provisions of Section 188 and the Companies (Meetings of Board and its Powers) Rules, 2014 are provided in the **Item No. 5** of the notice.

The respective agreements/transactions are entered on arm's length basis and all factors relevant to the respective contracts/transactions have been considered by the Board. The copies of the above mentioned existing agreements shall be available for inspection by the members at the Registered Office of the Company during the normal business hours (10 am to 6 pm) on all working days (except Saturdays) upto the date of Annual General Meeting of the Company.

The members are further informed that no member/s of the Company being a related party or having any interest in the resolution as set out at **Item No. 5** shall be entitled to vote on this ordinary resolution.

The Board of Directors recommends the resolution set forth in Item No. 5 for approval of the Members. Except Promoters, Directors and their relatives (to the extent of their shareholding interest in the Company), no other director or Key Managerial Personnel or their relatives, is concerned or interested, financially or otherwise, in passing of this resolution.

ITEM NO. 6

Members of the Company are further requested to note that Section 180 (1) (a) of the Companies Act, 2013 mandates that the Board of Directors of a Company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of any undertaking(s) of the company, only with the approval of the members of the Company by way of a special resolution. Explanation (i) to Section 180 (1) (a) of the Companies Act, 2013 states that the meaning of an 'undertaking' for the purposes of Section 180 (1) of the Companies Act, 2013 is an undertaking in which the investment of the company exceeds twenty percent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty percent of the total income of the company during the previous financial year. Explanation (ii) to Section 180 (1) (a) of the Companies Act, 2013 states that the meaning of 'substantially the whole of the undertaking' for the purposes of Section 180 (1) is in any financial year, twenty percent or more of the value of the undertaking as per the audited balance sheet of the preceding financial year.

Accordingly, the Board of Directors recommends the resolution set forth in **Item No. 6** for approval of the Members by way of Special Resolution to lease, pledge, mortgage and/or create charge on immovable or movable assets of the Company at Chandil, Umesh Nagar, Saraikela-Kharsawan, Jharkhand. Except Promoters, Directors and their relatives (to the extent of their shareholding interest in the Company), no other Director or Key Managerial Personnel or their relatives, is concerned or interested, financially or otherwise, in passing of this resolution.

BY ORDER OF THE BOARD

Place: New Delhi
Dated: 29.07.2017

SHUBHANGI VARSHNEY
[COMPANY SECRETARY]

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AS REQUIRED UNDER THE PROVISIONS OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Sr. No.	Name of Directors	Mrs. Kumkum Modi	Dr. Rohit Garg
1.	Director Indentification Number (DIN)	00522904	03296571
2.	Date of Birth	19/01/1951	16/12/1979
3.	Age	66	38
4.	Date of appointment	04/06/2011	14/11/2016
5.	Expertise in specific field	In the area of Administration, Business Management and Corporate Social Activities	In the area of Administration and Management.
6.	No. of equity shares held in the Company. (as on 31st March, 2017)	5,500	NIL
7.	Qualifications	Post Graduate from University of Delhi	M.B.B.S. from University of Pune, M. D. from Chattarpati Sahu ji Maharaj Medical University
8.	List of other directorships	1. A to Z holdings Pvt. Ltd. 2. Modi-Mundipharma Beauty Products Pvt. Ltd. 3. Jayesh Tradex Pvt. Ltd. 4. Modiline Travel Services Pvt. Ltd. 5. Jai Abhishek Investments Pvt. Ltd. 6. Longwell Investment Pvt. Ltd. 7. Modi Hitech India Limited 8. Modi Motors Pvt. Ltd. 9. Modi-Mundipharma Pvt. Ltd. 10. Umesh Modi Corp Pvt. Ltd 11. SBEC Sugar Limited 12. Swasth Investment Pvt Limited 13. Win-Medicare Pvt. Ltd.	1. SBEC Sugar Ltd. 2. Chandil Power Ltd. 3. Eazy Healthcare Solutions Pvt. Ltd.
9.	Membership/ Chairman of Committees of the other Companies*	NIL	NIL
10.	Relationship, if any between Directors inter se	Wife of Mr. Umesh K. Modi & Mother of Mr. Abhishek Modi and Mr. Jayesh Modi.	NIL

* Details in this regard, includes the Chairmanship/Membership of the Audit Committee and the Stakeholder Relationship Committee of only public companies whether listed or not.

BIHAR SPONGE IRON LIMITED

Registered Office : Umesh Nagar, Chandil, Dist Saraikela-Kharsawan, Jharkhand-832401
Ph.: +91-6591-232410/17, E-mail: companysecretary@bsil.org.in

CIN- L27106JH1982PLC001633

35th Annual General Meeting to be held on Tuesday, 19th day of September, 2017 at 2:00 P.M.

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 the Members(s) :.....

Registered Address :.....

DPID: .....CLID: .....Reg. Folio No. : .....No. of Shares:.....

I / We, being the member(s) of .....shares of the above named Company, hereby appoint :

1. Name : ..... E-mail :....., or failing him/her;

   Address:.....

2. Name : ..... E-mail :....., or failing him/her;

   Address:.....

3. Name : ..... E-mail :.....

   Address:.....

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 35th Annual General Meeting of the Company, to be held on Tuesday, 19th September 2017 at 2:00 P.M., at Company's Guest House, Umesh Nagar, Chandil, Dist. Saraikela-Kharsawan, Jharkhand -832401 and at any adjournment thereof in respect of such resolution as are indicated below :

S. No.	Resolution	Vote [Optional (Refer Note)]		
		For	Against	Abstain
1.	Adoption of Audited Financial Statements, Auditors Report & Directors Report along with their annexures for the year ended 31st March, 2017.			
2.	Re-appointment of Mrs. Kumkum Modi director who retires by rotation.			
3.	Appointment of M/s K. K. Jain & Co., Chartered Accountants, as Statutory Auditors from the conclusion of this Annual General Meeting till the conclusion of the 40th Annual General Meeting.			
4.	Appointment of Mr. Rohit Garg as an Independent Director for period of five years w.e.f. from 11th November, 2016			
5.	Authorisation for related party transactions by the Company under section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015			
6.	Authorization to lease, pledge, mortgage and/or create charge on immoable or movable assets of the Company u/s 181 (a) of the Companies Act, 2013.			

Signed this .....day of 2017

Affix Revenue Stamp

Signature of shareholder Signature of first proxy

Notes :

This form of proxy, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less then 48 hours before the commencement of meeting.

It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he / she may deem appropriate.

BIHAR SPONGE IRON LIMITED

Registered Office : Umesh Nagar, Chandil, Dist Saraikela-Kharsawan, Jharkhand-832401
Ph.: +91-6591-232410/17, E-mail: companysecretary@bsil.org.in,

CIN- L27106JH1982PLC001633

ATTENDANCE SLIP

35th Annual General Meeting to be held on Tuesday, 19th September, 2017 at 2:00 P.M. at Company Geust House, Chandil, Dist. Saraikela-khrsawan, Jharkhand-832401

Dist. Saraikela-Kharsawan, Jharkhand -832401

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional Slips on request.

Name of the Members(s) :.....

DPID: .....CLID: .....Reg. Folio No. : .....No. of Shares:.....

I hereby record my presence at the 35th Annual General Meeting of the Company held at Company Geust House, Chandil, Dist. Saraikela-Kharsawan, Jharkhand-832401 held on Tuesday, 19th September, 2017 at 2:00 P.M.

SIGNATURE OF THE SHAREHOLDER OR THE PROXY ATTENDING THE MEETING

If, Shareholder, please sign here :..... If Proxy, please sign here :.....

GREEN INITIATIVE FOR THE KIND ATTENTION OF MEMBERS

Your Company welcomes and supports the **'Green Initiative**' taken by the Ministry of Corporate Affairs **(MCA),** Government of India. This initiative will go a long way in conserving paper which is a natural resource, also results in substantial savings on printing and posting of Annual Reports and other documents of your Company.

To support that intention to effect electronic delivery of documents including Annual Report, Notice of Meeting / Postal Ballot, other shareholder communications, etc. to the members at their e-mail addresses available / registered with the Company, for the said purpose.

For supporting this green initiative, if you hold the shares in:

a. **Electronic form,** please intimate your e-mail address to your Depository Participant (DP). The same will be deemed to be your registered e-mail address for serving notices/ documents including those covered under Section 136 of the Companies Act, 2013.

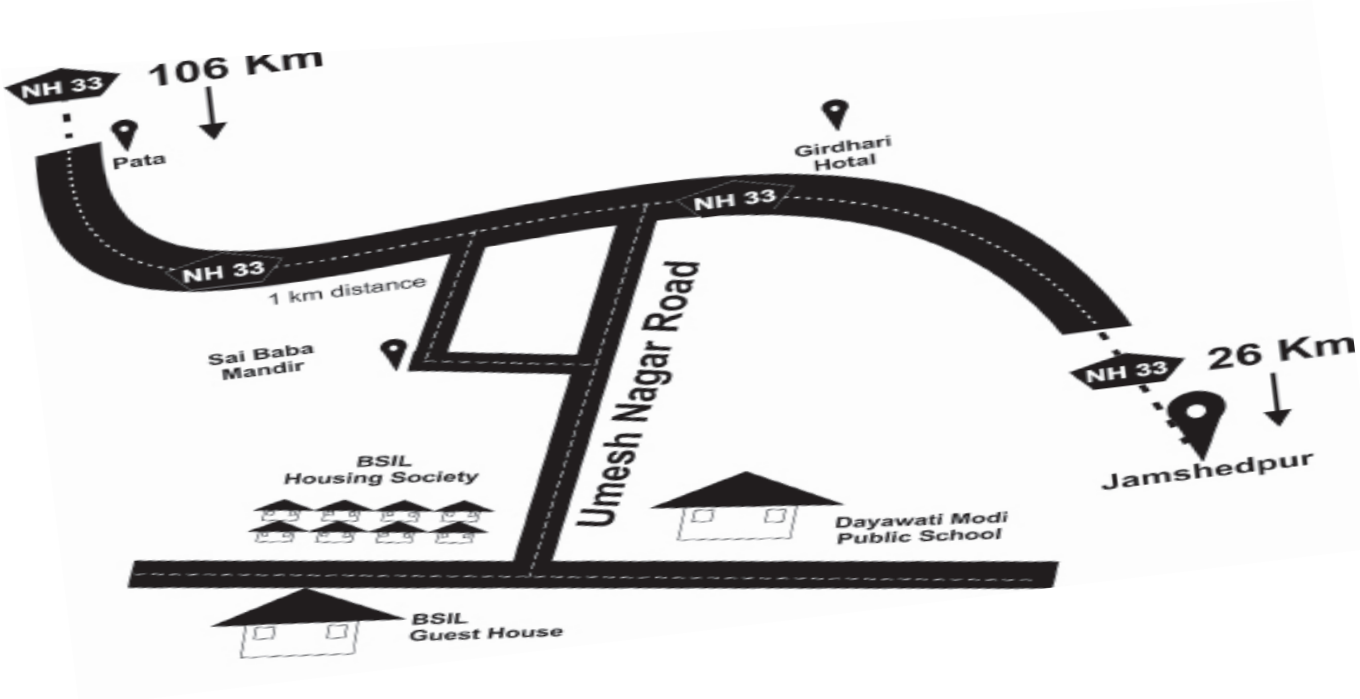
b. **Physical form,** please send a duly signed letter quoting the name of First / Sole holder and Registered Folio addressed to the Company Secretary of the Company or the Registrar & Share Transfer Agent at :

Company Secretary **Bihar Sponge Iron Ltd.** Umesh Nagar, Chandil Distt. Saraikela Kharsawan - 832401 Jharkhand.	**M/s Beetal Financial & Computer Services Pvt. Ltd.** Beetal House, 3rd Floor, Behind Local Shopping Complex 99, Madangir, New Delhi-110062

Kindly note that if you desire, a physical copy of the Annual Report and other communication / documents will be sent to you free of cost, as per the current practices. Such documents will also be displayed on the Company's website : www.bsil.org.in

We strongly urge you to support this **'Green Initiative'** by opting for electronic mode of communication and making the world a cleaner, greener and healthier place to live.

In case, your shares are in physical form, we urge you to have your shares dematerialized by approaching Depository Participant (DP) of your choice.



35th ANNUAL REPORT
2016-2017

BSIL
BIHAR SPONGE IRON LIMITED

Board of Directors

Mr. Umesh Kumar Modi	Chairman & Director
Mr. Subbiah Siddharth	Nominee of BSIDC
Mrs. Kumkum Modi	
Mr. Abhishek Modi	
Mr. Jayesh Modi	
Mr. Satish Kumar Gupta	Director (Works)
Mr. Jagdish Chander Chawla	
Mr. Brajeshwar Dayal Garg	
Mr. Rajeev Kumar Agarwal	
Dr. Shyam Babu Vyas	
Mr. Madan Lal	
Mr. Jagan Nath Khurana	
Dr. Rohit Garg	

Cheif Financial Officer
Mr. Anil Kumar Sinha

Company Secretary
CS Shubhangi Varshney

Statutory Auditors

M/s Thakur, Vaidyanath Aiyar & Co.
Chartered Accountants
[F.R. No. 000038N]
221-223, Deen Dayal Marg,
New Delhi-110002.

Internal Auditors

M/s Sarat Jain & Associates
Chartered Accountants
[F.R. No. 014793C]
C-99B, Sector-44,
Noida, U.P.-201301

Audit Committee

Mr. Rajeev Kumar Agarwal	Chairman
Mr. Jagdish Chander Chawla	
Dr. Shyam Babu Vyas	
Mr. Madan Lal	

Registered Office & Plant Site

Umesh Nagar, Chandil, Dist. Saraikela-Kharsawan-832401, Jharkhand
email: companysecretary@bsil.org.in / Web : www.bsil.org.in
CIN - L27106JH1982PLC001633

Bankers

UBI, SBI, HDFC Bank, ICICI Bank

Registrars and Share Transfer Agent

M/s Beetal Financial & Computer Services Pvt. Ltd.
Beetal House, 99, Madangir, Behind Local Shopping Complex,
New Delhi-110062

Content

Directors' Report.....1-18

Auditors' Report.....19-22

Balance Sheet.....23

Profit & Loss Account.....24

Cash Flow Statement.....25

Notes to Financial Statments...26-37

Printed at : **MM Printers**
Ghaziabad-Meerut Road, Lower Bazar, Modinagar-201 204 (U.P.)
Phone : 01232-230719, 230097, 230089, E-mail : ashok.singh@goprintindia.com