

Monnet Ispat & Energy Limited

(Joint Venture Company by AION & JSW Steel Limited)

Village & P.O.: Naharpali, Tehsil.: Kharsia, Raigarh – 496 661 (Chhattisgarh)

CIN : L02710CT1990PLC009826, **GST** : 22AAACM0501D1ZK

Phone : +91 7762 275 502 / 03 / 04, **Fax** : +91 7762 275 505 , +91 7762 391 510

E-mail : raigarh@aionjsw.in, **Website** : www.aionjsw.in

E-mail / Online Upload Copy

June 24, 2019

DGM-Deptt. of Corporate Services

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street,

MUMBAI-400001

Listing Department

National Stock Exchange of India

'Exchange Plaza', Bandra Kurla Complex,

MUMBAI-400051

Listing Department

Calcutta Stock Exchange Limited

7, Lyons Range,

Kolkata – 700001

BSE Scrip Code: 513446 / NSE Scrip Code: AIONJSW

SUB: Notice of 29th Annual General Meeting and Annual Report of the Company for the financial year 2018-19

Ref: Disclosure under regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In compliance with regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Annual Report of the Company for the financial year 2018-19 along with the Notice convening the 29th Annual General Meeting (AGM) scheduled to be held on Friday, 19th July, 2019 at 01:30 p.m. at the Registered Office of the Company at Monnet Marg, Mandir Hasaud, Raipur-492101 (Chhattisgarh).

The said Notice of AGM and Annual Report has been uploaded on the website of the Company at www.aionjsw.in.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

For Monnet Ispat and Energy Limited


(Ajay Kadhap)

Company Secretary &
Compliance Officer

Monnet Ispat and Energy Limited

Registered Office: Monnet Marg, Mandir Hasaud, Raipur-492101 (Chhattisgarh)

Phone: +91 771 2471 334; **Fax:** +91 771 2471250

Corp. Office: Art Guild House, A-Wing 2nd Floor, Unit No- 13, Phoenix Mall Compound, LBS Marg, Kurla West, Mumbai- 400070 (Maharashtra)

Email: isc_miel@aionjsw.in; **Website:** www.aionjsw.in

Phone: +91.22.40435999; **CIN:** L02710CT1990PLC009826

NOTICE

NOTICE is hereby given that the 29th Annual General Meeting of the members of **MONNET ISPAT AND ENERGY LIMITED** ("the Company") will be held at the Registered Office of the Company at Monnet Marg, Mandir Hasaud, Raipur-492101 in the State of Chhattisgarh on Friday, 19th July 2019 at 01.30 p.m. to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. The audited financial statements of the Company for the financial year ended 31st March, 2019 together with the reports of the Board of Directors' and the Auditors thereon.
 - b. The audited consolidated financial statements of the Company for the financial year ended 31st March, 2019 together with the report of the Auditors thereon.
2. To appoint a Director in place of Mr. Ravichandar Moorthy Dhakshana (DIN: 03298700), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Seshagiri Rao M.V.S (DIN: 00029136), who retires by rotation and being eligible, offers himself for re-appointment.
4. 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 and the Board of Directors, M/s Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm Registration No 117366W/ W-100018) who have provided their written consent for appointment as auditors, and also 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 29th Annual General Meeting ("AGM") until the conclusion of 34th AGM of the Company, on such remuneration payable to Auditors as may

be mutually determined by 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 the Board of Directors of the Company (which includes any Committee of the Board) be and is hereby authorized 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

5. To ratify Cost Auditors' remuneration

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 as amended (the Act), the Companies (Audit and Auditors) Rules, 2014 and other applicable Rules and provisions if any, of the Act, the remuneration of ₹ 3,00,000/- only (Rupees three lacs only) plus applicable taxes and reimbursement of actual travel and out of pocket expenses payable to M/s Shome & Banerjee, Cost Accountants, (ICWAI Registration No. 000001) as Cost Auditors of the Company, for the financial year 2019-20, as approved by the Board of Directors of the Company, be and is hereby ratified."

6. To approve material related party transactions with JSW Steel Limited

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 188 and other applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with

Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and consent of the Board of Directors of the Company, the approval of the shareholders of the Company be and is hereby accorded to the Company to enter into contract(s)/arrangement(s)/transaction(s) with JSW Steel Limited ("JSW Steel") a related party for effecting purchase and sale of materials and availing of services including availing license for use of brand of JSW Steel, as more particularly set out in the explanatory statement for Item No. 6 to this Notice of 29th Annual General meeting for an amount not exceeding in the aggregate ₹ 1,323,50,00,000 (Rupees one thousand three hundred and twenty three crores and fifty lakh only), per financial year, commencing from financial year 2019-20 and upto and including financial year 2021-22, provided that the said transactions are entered into/ carried out on arm's length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

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

7. To approve material related party transactions with Amba River Coke Limited

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 applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other laws and regulations, as may be applicable, as amended, supplemented or re-enacted from time to time and pursuant to the consent of the Audit Committee and consent of the Board of Directors, the approval of the shareholders of the Company be and is hereby accorded to the Company to enter into contract(s)/arrangement(s)/transaction(s) with Amba River Coke Limited, a related party, for effecting purchase of materials as more particularly set out in the explanatory statement for Item No. 7 to this Notice of 29th Annual General meeting for an amount not exceeding in the aggregate ₹ 850,00,00,000 (Rupees eight hundred and fifty crores only), per financial year, respectively, commencing from financial

year 2019-20 upto and including financial year 2021-22, provided that the said transaction(s) is/are entered into/ carried out on arm's length basis and in the ordinary course of the business of the Company and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

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

8. To approve material related party transactions with Dolvi Coke Projects Limited

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 applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other laws and regulations, as may be applicable, as amended, supplemented or re-enacted from time to time and pursuant to the consent of the Audit Committee and the consent of the Board of Directors, the approval of the shareholders of the Company be and is hereby accorded to the Company to enter into contract(s)/arrangement(s)/transaction(s) with Dolvi Coke Projects Limited, a related party for effecting purchase of materials as more particularly set out in the explanatory statement for Item No. 8 to this Notice of 29th Annual General meeting for an amount not exceeding in the aggregate ₹ 850,00,00,000 (Rupees eight hundred and fifty crores only), per financial year, commencing from financial year 2019-20 upto and including financial year 2021-22, provided that the said transaction(s) is/are entered into/carried out on arm's length basis and in the ordinary course of the business of the Company and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

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

9. To approve material related party transactions with certain promoters

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 applicable provisions of the Companies Act, 2013 ("Act") read with applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other laws and regulations, as may be applicable, as amended, supplemented or re-enacted from time to time and pursuant to the consent of the Audit Committee and the consent of the Board of Directors, the approval of the shareholders of the Company be and is hereby accorded to the Company for borrowing/availing of additional loans/ advances, within the limits approved by the shareholders pursuant to Section 180(1)(c) of the Act vide special resolution passed on 28th March 2014, in one or more tranches, for an aggregate amount not exceeding ₹ 250,00,00,000 (Rupees two hundred and fifty crores only), from any one or more of the promoter companies of the Company as more particularly set out in the explanatory statement for Item No. 9 to this Notice of 29th Annual General meeting, on arm's length basis, and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof) ("Borrowings"), over and above the amount of the existing borrowing of ₹ 125,00,00,000 (Rupees one hundred and twenty five crores only) already availed by the Company from JSW Steel Limited;

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

10. To approve amendment to the Articles of Association of the Company for incorporating provisions of the loan documents;

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

"RESOLVED THAT pursuant to the provisions of Section 14 and any other applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules issued under the Act (including any statutory modifications or re-enactments thereof, for the time being in force), and pursuant to the

consent of the Board of Directors of the Company, the approval of the shareholders of the Company, be and is hereby accorded for amending the Articles of Association ("AOA") of the Company to the extent mentioned below:

- A. The existing article 92 of the AOA of the Company be amended and substituted for the following:
 - 92. *The Board may authorise, by resolution or by agreement, any Financial Institutions, Corporations, or any bank(s) which continue(s) to be member of the Company by virtue of being holder of any share or shares in the Company or to any of the Financial Institutions, Corporations or bank to whom any money remains due and payment thereof is defaulted by the Company under or by virtue of any agreement or agreements executed between the Company and such Financial Institutions, Corporations, or bank(s), to nominate any person as a Director to the Board from time to time ("Nominee Director") and to remove or replace from office any Nominee Director so appointed.*
- B. Article 41(v) to be included in existing article 41 of the AoA after article 41 (iv):
 - 41 (v). *With respect to the loan facilities availed by the Company from banks/ financial institutions ("the Lenders") for an amount not exceeding the amount sanctioned as per the sanction letter dated August 28, 2018 (as may be amended from time to time), pursuant to the common loan agreement dated August 29, 2018 ("Common Loan Agreement"), the unattested share pledge agreement dated December 18, 2018 ("Pledge Agreement"), the undertaking by Creixent Special Steels Limited dated December 18, 2018 ("HoldCo Undertaking"), and any other agreement, document or undertaking in relation to such loan facilities executed by the Company as one of the parties to these agreements and undertakings, for the purpose of the borrowing facilities, it is hereby agreed that:*
 - a) *Notwithstanding anything contained in these Articles, upon receipt of any request for transfer of Pledge Securities (as defined in the Pledge Agreement) pursuant to invocation of pledge in accordance with the Pledge Agreement, the Board shall without any demur or objection, recognize such transfer of Pledge Securities.*
 - b) *The Security Trustee (as defined under the HoldCo Undertaking) in accordance with the HoldCo Undertaking, has an unconditional, absolute and irrevocable right, but not an obligation to require Creixent Special Steels Limited ("NDU Provider") to mandatorily sell the shares/securities identified as NDU Securities under the HoldCo Undertaking to any third party or person, in the event the Security Trustee, upon the*

occurrence of a Payment Event of Default (as defined under the HoldCo Undertaking), invokes the Security Interest (as defined in the Pledge Agreement) created over the Pledge Securities (as defined under the Pledge Agreement) and intends to sell the Pledge Securities, at a valuation agreed by the Lenders ("Drag Along Right"). Upon exercise of the Drag Along Right by the Security Trustee, the NDU Provider shall be under an absolute, irrevocable and unconditional obligation to sell the NDU Securities and the Board shall without any demur or objection, recognize such transfer of the NDU Securities pursuant to the exercise of the Drag Along Rights, in the manner agreed in the HoldCo Undertaking.

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

By order of the Board of Directors
For **Monnet Ispat and Energy Limited**

Date: 17th May, 2019

Place: Mumbai

Ajay Kadhao

Company Secretary
M. No. : ACS-13444

Registered Office:

Monnet Marg, Mandir Hasaud
Raipur-492101 Chhattisgarh

Corporate Office:

Art Guild House, A-Wing 2nd Floor,
Unit No- 13, Phoenix Mall Compound,
LBS Marg, Kurla West,
Mumbai- 400070

NOTES:

1. 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 4 to item no 10 of the accompanying notice, and the details under Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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.
2. **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 AND APPROPRIATE RESOLUTION/ AUTHORITY, AS APPLICABLE, IN ORDER TO BE**

EFFECTIVE SHOULD BE DULY COMPLETED, STAMPED, SIGNED AND MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY AT MONNET MARG, MANDIR HASAUD, RAIPUR, CHHATTISGARH 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.

3. 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 to Mr. Ajay Kadhao (ajay.kadhao@aionjsw.in) a duly certified copy of the resolution or upload it on the e-voting portal authorizing their representatives to attend and vote on their behalf at the Annual General Meeting of the Company.
4. 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.
5. The register of Members and Share Transfer Books of the Company will remain closed from Friday, 12th July, 2019 to Friday, 19th July, 2019 (both days inclusive) for the purpose of Annual General Meeting.
6. Pursuant to Section 72 of the Companies Act, 2013, the facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in physical form may file their nomination in the prescribed Form SH-13 with the Company's RTA. In respect of shares held in demat /electronic form, the nomination form may be filed with the respective Depository Participant. Form SH-13 can be obtained from the Company/Company's RTA by sending a request. Members who have not yet registered their nomination are requested to register the same.
7. For proper conduct of the Annual General Meeting, Members/ Proxies should fill the attendance slip for attending the Meeting. Members are requested to bring the duly completed and signed Attendance Slip enclosed herewith to attend the AGM and hand it over at the entrance of the venue. Member who hold share(s) in electronic form are requested

to write their DP ID and Client ID number and those who hold share(s) in physical form are requested to write their folio number in attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.

8. Members are requested to quote their Registered Folio Number/Client ID No. & Depository Participant (D.P) ID number on all correspondence with the Company.
9. Transfer of Unclaimed/Unpaid amounts or shares to the Investor Education and Protection Fund (IEPF):

In terms of Section 124 of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules"), as amended from time to time, the amount of dividend that has remained unpaid/unclaimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company are liable to be transferred to the Investor Education and Protection Fund (the Fund), established by the Government of India.

Pursuant to the above provisions, during the financial year 2018-19 the Company has transferred the unclaimed amount in respect of final dividend declared for the financial year 2010-11, to the Fund, for which no claim lies against the Company, the details of which are given at the website www.aionjsw.in.

Due dates for claiming the unclaimed and unpaid dividends declared by the Company for the financial year 2011-12 and thereafter and the respective due dates for transfer of such amounts to IEPF are as under:

Financial Year	Date of declaration of Dividend	Dividend (₹ Per share*)	Last date of claiming from the Company	Due date for Transfer to IEPF
2011-12	29/09/2012	2.5	29/09/2019	05/11/2019
2012-13	30/09/2013	1.5	30/09/2020	06/11/2020
2013-14	27/09/2014	1.0	27/09/2021	03/11/2021

* On the face value of ₹10/- per share fully paid-up.

Members of the Company who have not yet claimed or encashed their final dividend for the financial year 2011-12 onwards are requested to write to the Company /Registrar & Transfer Agent immediately. The Members whose unclaimed dividends have been transferred to the IEPF Fund may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in.

Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more, are also liable to be transferred to the designated Demat account of the Investor Education and Protection Fund (IEPF) Authority. In view of this, Members are requested to claim their dividends from the Company, within the

stipulated timeline. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in.

10. In order to provide protection against fraudulent encashment of unclaimed dividends, shareholders holding shares in physical form are requested to intimate the Company under the signature of the sole/first joint holder following information
 - Name of sole/first joint holder and Folio No.
 - Particulars of Bank Account
11. 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 4:00 P.M, up to 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.
12. 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.
13. Pursuant to Sections 101 and 136 of the Companies Act, 2013 read with Rule 18(1) of the Companies (Management and Administration) Rules, 2014, the Notice calling the AGM along with the Annual Report for the FY 2018-19 is being sent in electronic mode to all the Members who have registered their e-mail ID's with the Company/Depository Participants for communication purposes unless any member has requested for the physical copy of the same. Members who have not registered their e-mail address or if there is any change in their e-mail address are requested to register/update their e-mail address for receiving all communications including Notices, Circulars, etc. from the Company electronically. Members who have not registered their e-mail address are being sent physical copy of the Annual Report for FY 2018-19 through permitted mode. Members may also note that the Annual Report for FY 2018-19 will also be available on the Company's website www.aionjsw.in for download.

Members are requested to support Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of Shares held in dematerialised form) or with Registrar and Transfer Agent or the Company (in case of Shares held in physical form) in the prescribed form which can be down loaded from the Company's website at www.aionjsw.in, for receiving all communication including Annual report, notices from the Company electronically.

Even after registering for e-communication, Members are entitled to receive such communication in printed form, upon making a request for the same. For any communication, the Members may also send requests to the Company's investor email id isc_miel@aionjsw.in.

14. Electronic Voting through remote mode:

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and in terms of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, as amended, the Company is providing the facility to all its members holding shares in physical form or in dematerialized form, as on cut-off date, being Friday 12th July, 2019 to exercise their right to vote on the businesses specified in the accompanying notice by e-voting process through remote e-voting services provided by NSDL.

Electronic copy of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

The Members may cast their votes using an electronic voting system from a place other than the venue of the Annual General Meeting ("remote e-voting"). Instructions for remote e-voting are given herein below. The Resolutions passed by remote e-voting are deemed to have been passed as if they have been passed at the Annual General Meeting

The facility for voting through electronic voting system or ballot paper shall be made available at the Annual General Meeting and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the Annual General Meeting.

The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the meeting but shall not be entitled to cast their vote again.

The voting rights of shareholders shall be in proportion to their shares in the paid up equity capital of Company as on the cut-off date fixed for the purpose i.e. Friday 12th July, 2019. A person, whose name is recorded in the register of members as on the cut-off date, i.e. Friday 12th July, 2018 only shall be entitled to avail the facility of e-voting/Poll.

Remote e-voting period commences from Monday 15th July, 2019 at 9.00 AM and ends on Thursday 18th July, 2019 at 5.00 P.M.

The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

The instructions and other information relating to remote e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#) (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail contact@cssanjaygrover.in with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
 - A. If you are already registered with NSDL for e-voting, then you can use your existing User ID and Password for casting your vote.
 - B. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
 - C. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. Friday 12th July, 2019 may obtain the User ID and password by either sending an e-mail request to admin@mcsregistrars.com or calling on Phone No. :011- 41406149-48 or Fax: 011- 41709881.

Details on Step 2 are given below:

How to cast vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

- D. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e- Voting User Manual for Shareholders, available at the download section of www.evoting.nsdl.com or call on toll free no. 1800-222-990 or send request at evoting@nsdl.co.in.
 - E. Members may contact Mr. Ajay Kadhao, Company Secretary, for any grievances connected with electronic means at the e-mail id isc_miel@aionjsw.in or Phone: 022 40435999.
 - F. Any person who is not a member on the cut-off date should treat the notice for information purposes only.
3. The Company is also arranging for the physical voting by use of ballot or polling paper at the AGM for the members who have not cast their vote through remote e-voting.
 4. The Board of Directors has appointed Mr. Sanjay Grover, Managing Partner of M/s Sanjay Grover & Associates (CP No. 3850), failing him Mr. Neeraj Arora, Partner at M/s Sanjay Grover & Associates (CP No. 16186) Practicing Company Secretaries having address at B-88, 1st Floor, Defence Colony, New Delhi-110024, as a Scrutinizer to scrutinize the remote e-voting process and poll process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available at the AGM for the same.
 5. The scrutinizer shall, immediately after the conclusion of the voting through Ballot paper at the Annual General Meeting, first count the votes cast at the meeting vide ballot paper, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours from conclusion of the meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, to Chairman or Director authorized by the Board of the Company, who shall countersign the same.
 6. The results of voting will be declared within 48 hours from the conclusion of the Annual General Meeting. The results declared along with the Consolidated Scrutinizer's Report shall be placed on the Company's website www.aionjsw.in and on www.evoting.nsdl.co.in. Further, the results shall be displayed on the Notice Board of the Company at its Registered Office and will also be posted on the website of Company. It shall also be communicated to relevant Stock Exchanges.

15. Members are Requested to:

- A. Note that Securities Exchange Board of India ("SEBI") has mandated registration of Permanent Account Number (PAN) and bank accounts details such as bank account number, name of the bank and branch details, MICR code, IFSC code etc. of all security holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank account details to RTA /Company by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. Members holding shares in demat form are requested to submit the aforesaid information to their respective depository participant (DP).
- B. Immediately notify change, if any, of address, e-mail address, change of name, contact numbers, bank details, bank mandates, nominations, power of attorney, residential status, etc. and their PAN to their DP with whom they maintain their demat account and to the RTA, MCS Share Transfer Agent Limited in respect of their holding in physical form at admin@mcsregistrars.com or write at F-65, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110 020.
- C. Members holding share certificates under different folio numbers but in the same order of name are requested to apply for consolidation of such folios and send relevant share certificates to RTA, MCS Share Transfer Agent Limited for consolidating their holdings under one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
- D. SEBI vide its PR No. 09/2018 dated 28th March 2018 has decided that request for effecting transfer of securities of listed companies shall not be processed unless the shares are held in dematerialised form with a Depository with effect from 01st April, 2019. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize their shares held by them in physical form. Members can contact the Company or MCS Share Transfer Agent Limited, for assistance in this regard.
- E. For the convenience of members of Monnet Ispat and Energy Limited (MIEL) the route map of the venue of the 29th Annual General Meeting along with prominent landmark is annexed to the Notice.

Route Map of the Venue of 29th Annual General Meeting of Monnet Ispat and Energy Limited (MIEL)

