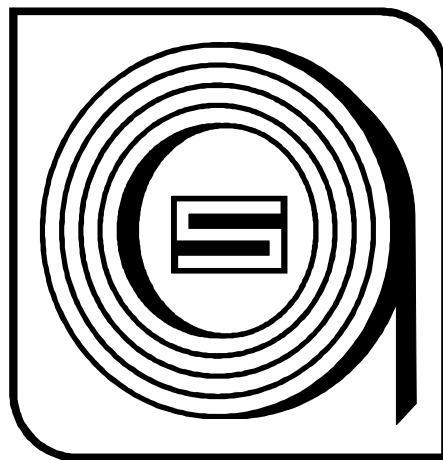


**ATMA
STEELS
LIMITED**



**NOTICE OF
Extra-Ordinary General Meeting**



ATMA STEELS LIMITED

Works & Regd. Office : C-139, Industrial Area, Bulandshahar Road, Ghaziabad-201009 (U.P.)
Mob. : 09310506965, 9350506966, e-mail : atmasteelsltd@rediffmail.com
Corporate CIN No. : L27106UP1970PLC003353

NOTICE

Notice is hereby given that the Extra-Ordinary General Meeting of the Members of **Atma Steels Limited** will be held on 20th June, 2022 at 11.30 A.M. at C-139, Industrial Area, Bulandshahar Road, Ghaziabad-201009 (U.P.), to transact the following business:

SPECIAL BUSINESS:

1. To amend the Memorandum of Association and in this regard to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof, for the time being in force, and rules made there-under and subject to necessary statutory approvals and modifications, if any, Memorandum of Association of the Company be altered in the following manner :

A) The existing objects mentioned in Clause III(A) be replaced with following objects

1. To carry on in India or abroad the business of property dealers, estate agents, sub-contractors, land developers, builders, architects, Civil contractors, construction, promotion, development and colonizer of any type of residential, commercial, multistoried buildings, flats, houses, apartments, agricultural lands, cinemas, hotels, bridges, road or works of any description on any land, buying and selling the same in full or in parts and giving it away or parting away the possession of the same in full or in parts on lease, hire or licence basis or in any other manner to individual, partnership concerns, companies or to general public on such terms and conditions as may be considered necessary on BOT basis or BOOT basis or to construct and to act as consultants and civil contractors for any individuals, firms, companies, Government Authorities or semi Government Authorities for the construction of buildings of all description, roads, earth work, tanks, bridge, tunnels, road-sidings, dock, ports, drains, culverts, channels, sewage, power house, railway sidings or other constructional works related there to in India or abroad.
2. To purchase, take on lease or in any other lawful manner any area, land, building, structures, space and build, construct, develop, maintain, manage and let, sub-let, give on lease, dispose off, etc. and to carry on the business of leasing and hire purchase and to acquire, provide on lease or to provide on hire purchase basis all types of industrial and offices plant, equipment, machinery vehicles, buildings and real estate, required for manufacturing processing, transportation and trading business and other commercial and service business.
3. To carry on investment business in dealing in shares, stocks, bonds, debenture and Govt. Securities.
4. To carry on, manage, supervise and control the business of transmitting, manufacturing, supplying, generating, distributing and dealing in electricity and all forms of energy and power generated by any source whether nuclear, steam, hydro or tidal, water, wind, solar, hydrocarbon fuel or any other form, kind or description and manufacturing, trading, import, export, installation, and operation of Solar systems for energy generation including Solar Photovoltaic, Solar Thermal, Solar Chimney and any other Solar based devices used in households, industry and commercial establishments.
5. To carry on in India or abroad the business of establishing, commissioning, setting up, operating and maintaining electric power transmission systems/networks, power systems, generating stations based on conventional/ non-conventional resources for evacuation, transmission, distribution, trading or supply of power through establishing or using stations, tie-lines, sub-stations and transmission or distribution lines in

ATMA STEELS LIMITED

any manner including build, own and transfer (BOT), and/or build, own and operate (BOO) and/or build, own, lease and transfer (BOLT) and/or build, own, operate and transfer (BOOT) basis or otherwise and to acquire in any manner power transmission systems/networks, power systems, generation stations, tie-lines, sub-stations and transmission or distribution systems from State Electricity Boards, Vidyut Boards, Power Utilities, Generating Companies, Transmission Companies, Distribution Companies, Central or State Government Undertakings, Licensees, other local authorities or statutory bodies, other captive or independent power producers and distributors and to do all the ancillary, related or connected activities as may be considered necessary or beneficial or desirable for or along with any or all of the aforesaid purposes which can be conveniently carried on these systems, networks or platforms and plan, develop, establish, erect, construct, acquire, operate, run, manage, hire, lease, buy, sell, maintain, enlarge, alter, renovate, modernize, work and use power system networks of all types including ultra high voltage (UHV), extra-high voltage (EHV), high voltage (HV), high voltage direct current (HVDC), medium voltage (MV) and low voltage (LV) lines and associated stations, substations, transmission and distribution centers etc.

- B. Nomenclature of existing Clause III(B) i.e. 'Objects incidental or ancillary to the attainment of the main objects', be changed to 'Matters which are necessary for furtherance of the objects specified in Clause III(A)'
- C. Existing Clause III(C) i.e. 'Other objects' be deleted.
- 2. Authorization under section 180 (1)(a) of the Companies Act, 2013 to sell, lease or other wise dispose of the whole or substantially the whole of the undertaking of the Company :

To consider and, If thought fit, to pass the following resolution as a Special Resolution :

“RESOLVED IN SUPERSESION OF ALL EARLIER RESOLUTIONS PASSED IN THIS REGARD THAT pursuant to the provisions of Section180(1)(a) of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) as may be enacted from time to time and subject to the provisions of Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board”), to sell, lease or otherwise dispose of the whole or substantially the whole of the assets and undertaking of the Company or where the Company owns more than one undertaking, the whole or substantially the whole of any such undertaking(s), on such terms and conditions at such time(s) and in such form and manner, and with such ranking as to priority as the Board in its absolute discretion thinks fit on the whole or substantially the whole of the Company's any one or more of the undertakings or all of the undertakings of the Company in favor of any bank(s) or body(ies) corporate or person(s) or any other entity, whether share holders of the Company or not.”

By Order of the Board of Directors

For ATMA STEELS LIMITED

Place : Ghaziabad
Date:12.05.2022

Sd/-
Harbhajan Singh
Managing Director
DIN:00428647

Registered Office : C-139, Industrial Area,
Bulandshahar Road, Ghaziabad-201009 (U.P.)
Email ID : _atmasteelsltd@rediffmail.com
CIN : L27106UP1970PLC003353

NOTES

1. PROXY/AUTHORIZED REPRESENTATIVE

A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY, TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

- a) The instrument appointing proxy (Proxy Form), in order to be effective must be deposited at the registered office of the Company, not less than 48 (Forty-Eight) hours before the commencement of the EOGM. Proxy Form is enclosed with this Notice.

Members are requested to note that a person can act as proxy on behalf of the Members not exceeding 50 (fifty) and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights, however, a member, holding more than ten percent 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.

A member would be entitled to inspect the proxies lodged at any time during the business hours of the Company during the period beginning 24 (Twenty-Four) hours before the time fixed for the commencement of the EOGM and ending with the conclusion of the EOGM, provided that not less than 3 (three) days of notice in writing is to be given to the Company.

- b) Members / proxies / authorized representatives are requested to bring duly filled admission / attendance slips sent herewith along with this notice of the EOGM at the Meeting.
- c) Corporate Members intending to send their authorized representatives to attend the EOGM are requested to send a certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Meeting.
- d) In case of joint holders attending the EOGM, only such joint holder who is higher in the order of names will be entitled to vote.

2. CUT OFF DATE :

- a) The e-voting period begins on 17th June, 2022 (10:00 Hours (IST)) and ends on 19th June, 2022 (17:00 Hours (IST)). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of dated 11th June, 2022, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- b) This Notice is being sent to all the Members whose names appear as on 14th May, 2022 in the Register of Members or in the Register of beneficial owners of the Company.

3. COMMUNICATION TO MEMBERS :

- a) The Notice of the EOGM along with the Attendance Slip and Proxy Form are being sent by electronic mode to all Members whose email addresses are registered with the Company / Depository Participant(s) and also to the auditors and Directors of the Company. For members who have not registered their email addresses, physical copies are being sent by the permitted mode.
- b) Notice of EOGM will also be available on the website of the Company at www.atmasteelsltd.com under the Investor Relations section and at the website of NSDL at www.evoting.nsdl.com. Hard copies of the Notice of EOGM will be sent to those shareholders who will request the same to the company's email Id : atmasteelsltd@rediffmail.com.

- c) All the documents referred to in the accompanying notice, explanatory statement and Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested are open for inspection at the registered office of the Company on all working days except Saturdays and Sundays, between 11.00 AM to 1.00 PM up to the date of EOGM and also at the venue of the EOGM.
- d) To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
- e) In order to implement the Green Initiatives of the Government, whereby Companies have now been allowed to send/ serve notice(s) / document(s) etc. to their Members through electronic mode, your Company hereby requests all its Members to register/ change, if required, their email ID with the Company (in case of Physical holding) and with the Depository Participant (in case of Dematerialized holding), if not yet provided, to promote Green Initiative.
- f) As per Section 118(1) of the Companies Act, 2013 read with the Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India, "No gifts, gift coupons, or cash in lieu of gifts shall be distributed to the members at or in connection with the meeting".

4. Voting through electronic means :

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means.

Shareholders can also cast their vote electronically using NSDL's mobile app m-Voting available for android, iPhone and windows based mobiles. The m-Voting app can be downloaded from google play store, App store and the windows phone store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

The facility for voting through ballot paper will also be made available at the Extra Ordinary General Meeting (EOGM) and the members attending the EOGM who have not already cast their votes by e-voting shall be able to exercise their right at the EOGM through ballot paper. Members who have cast their votes by e-voting prior to the EOGM may attend the EOGM but shall not be entitled to cast their votes again. The instructions for e-voting are given below.

The Board of Directors has appointed Mr. Rupinder Singh Bhatia, Practicing Company Secretary (Membership No. FCS 2599), as scrutinizer for conducting the e-voting process in a fair and transparent manner.

The Scrutinizer shall immediately after the conclusion of voting at the EOGM, will first count the votes cast at the EOGM by Polling Papers and thereafter unlock the votes casted through remote e-voting in the presence of at least two witnesses not in the employment of the Company. The results of remote e-voting and votes casted at the meeting shall be aggregated. The Scrutinizer shall make, within a period not exceeding two days from the conclusion of the EOGM; a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman of the meeting or a person authorized by him in writing.

The Results of voting along with the report of the Scrutinizer shall be placed on the website of the Company www.atmasteelsltd.com and on the website of NSDL, immediately after the declaration of result by the Chairman of the meeting or a person authorized by him. The result shall also be communicated to the stock exchanges where the shares of the Company are listed.

The route map along with prominent land mark for easy location of the Extra Ordinary General Meeting venue is printed on the last page of the Notice of EOGM.

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THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER :-

The remote e-voting period begins on 17th June, 2022 at 10:00 A.M. and ends on 19th June, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 11th June, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 14th May, 2022.

How do I vote electronically using NSDL e-Voting system?





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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below :

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under 'IDEAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: right; margin-top: 10px;"> <p style="font-size: small; color: blue;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 5px;">   </div> </div>

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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL.	<ol style="list-style-type: none"> 1) Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note : Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login Type	Helpdesk Details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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.

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2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP 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. Password details for shareholders other than Individual shareholders 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, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
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 etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
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.

Step 2 : Cast your vote electronically on NSDL e-Voting system.
How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period..
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. 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 to bhatia_rs@hotmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
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.
3. 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 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to atmasteelsltd@rediffmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card),

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AADHAR (self attested scanned copy of Aadhar Card) to (atmasteelsltd@rediffmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

5. SCRUTINIZER :

- a) Mr. Rupinder Singh Bhatia, Practicing Company Secretary (Membership No. FCS 2599), having consented to act as a scrutinizer has been appointed as "Scrutinizer" for scrutinizing the voting process (Ballot Paper as well as Remote E-voting) in a fair and transparent manner.
- b) The Chairman shall, at the EOGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, through "Ballot Paper" for all those Members who are present at the EOGM but have not cast their votes, by availing the Remote E-voting facility.
- c) The Scrutinizer shall, immediately after the conclusion of voting at the EOGM, first count the votes cast at the EOGM by Ballot Papers and thereafter unblock the votes casted through e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer shall, within a period not later than 3 (three) days from the conclusion of the EOGM, prepare and present a consolidated scrutinizer report of the total votes cast in favor or against, if any, to the Chairman of the Company or a person authorized by him in writing who shall countersign the same.

6. DECLARATION OF RESULTS :

The Result of voting (Remote E-voting and the voting at the EOGM) on the resolutions shall be declared not later than 3 (three) days from the date of EOGM by the Chairman or any person authorized by him for this purpose and will be displayed at the Registered Office of the Company situated at C-139, Industrial Area, Bulandshahar Road, Ghaziabad- 201009 (U.P.) and communicated to Calcutta Stock Exchange where the equity shares of the Company are listed and will also be displayed on the Company's website: www.atmasteelsltd.com.

7. Members may also note that the Notice of this EOGM are also available on Company's website at www.atmasteelsltd.com.

By Order of the Board of Directors

For **ATMA STEELS LIMITED**

Sd/-

Harbhajan Singh

Managing Director

DIN:00428647

Place : Ghaziabad

Date:12.05.2022

Registered Office : C-139, Industrial Area,
Bulandshahar Road, Ghaziabad-201009 (U.P.)

Email ID : atmasteelsltd@rediffmail.com

CIN : L27106UP1970PLC003353

ATMA STEELS LIMITED

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

Item No. 1

The existing Memorandum of Association of the Company are based on the provisions of the Companies Act, 1956. The Ministry of Corporate Affairs ('MCA') has notified most of the sections of the Act replacing the provisions of the Companies Act, 1956. The MCA has also notified the Rules pertaining to the further notified sections under the Act. In order to bring the existing Memorandum of the Company in line with the provisions of the Act and to explore new business in construction and real estate the Memorandum of Association is proposed to be altered in accordance to the proposed resolution.

In order to enable the Company to undertake business as above, it is proposed to amend the Main Objects Clause of the Memorandum of Association of the Company. By virtue of Section 13 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014; approval of members by way of special resolution is a prerequisite to amend the objects clause of the Company and thus your approval is sought for the same.

The Board recommends the Resolution at Item No. 1 for approval by the Members.

A copy of the proposed new set of Memorandum of Association is available for inspection by the members at the registered office of the Company during normal business hours on all working days and is also available on the website of the Company.

None of the Directors, Key Managerial Personnel and their relatives has any concern or interest, financial or otherwise, in the resolution at Item No. 1 of this Notice.

Item No. 2

Pursuant to Section 180(1) (a) of the Companies Act, 2013 and other applicable provisions, the Board of Directors of the Company, shall not, except with the consent of the shareholders in General Meeting; sell, lease or otherwise dispose off the whole, or substantially the whole of the undertaking of the Company, or where the Company owns more than one undertaking, of the whole, or substantially the whole, of such undertaking.

The Company, inter alia intends to dispose of its land and building situated at Industrial property No. C-139 to C141, Industrial Area No.1, Bulandshaar Road, Ghaziabad, Uttar Pradesh.

Members may recall that one such approval was given by members by passing a special resolution through Postal Ballot result of which was declared on 6th January, 2012.

This is to further clarify that the sale proceeds which may result from the transaction will be used for expansion of business of the Company and pay off the liabilities and for such other purposes which are necessary for fulfillment of objectives of the Company.

As per Section 180 (1) (a) and other applicable provisions of the Companies Act, 2013, approval of the members is sought by way of a Special resolution, which includes voting by electronic means in terms of the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (the "Rules").

None of the Directors, Key managerial personnel of the Company and their relatives are concerned or interested in the Resolution except to extent of their respective holding of equity or preference shares in the Company.

The Board of Directors of your Company recommends the resolution as set in the enclosed notice for approval.

By Order of the Board of Directors

For ATMA STEELS LIMITED

Sd/-

Harbhajan Singh

Managing Director

DIN:00428647

Place : Ghaziabad

Date:12.05.2022

Registered Office : C-139, Industrial Area,
Bulandshahar Road, Ghaziabad-201009 (U.P.)

Email ID : atmasteelsltd@rediffmail.com

CIN : L27106UP1970PLC003353



ATMA STEELS LIMITED

Works & Regd. Office : C-139, Industrial Area, Bulandshahar Road, Ghaziabad-201009 (U.P.)
Mob. : 09310506965, 9350506966, e-mail : atmasteelsltd@rediffmail.com
Corporate CIN No. : L27106UP1970PLC003353

Form No.:11 Proxy form

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

CIN: L27106UP1970PLC003353

Name of the Company: ATMA STEELS LIMITED

Registered office: C-139, Industrial Area, Bulandshahar Road, Ghaziabad- 201009 (U.P.)

Name of the Member(S)
Registered Address :
E-mail Id :
Folio No. / Client ID :
DP ID :

I/ We being the member(s) holding _____ Shares of the above named company, hereby appoint:

1. _____ of _____ having email ID : _____ or failing him.

2. _____ of _____ having email ID : _____ or failing him.

3. _____ of _____ having email ID : _____ or failing him.

And whose signature are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Extra Ordinary General Meeting of members of the Company, to be held on 20th June, 2022 at the 11:30 A.M at registered office of the Company situated at C-139, Industrial Area, Bulandshahar Road, Ghaziabad-201009 (U.P.), and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	RESOLUTIONS
	SPECIAL BUSINESS
1.	Amendment of the Memorandum of Association of the Company.
2.	Authorization under section 180(1) (a) of the Companies Act, 2013 to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company.

Signed this 12th day of May, 2022

Signature of Member

Signature of 1st Proxy Holder

Signature of 2nd Proxy Holder

Signature of 3rd Proxy Holder

Affix Revenue
Stamps

Note : This form of proxy in order to be effective should be duly completed and deposited at the Register office of the Company, not less than before the commencement of the Meeting.



ATMA STEELS LIMITED

Works & Regd. Office : C-139, Industrial Area, Bulandshahar Road, Ghaziabad-201009 (U.P.)
Mob. : 09310506965, 9350506966, e-mail : atmasteelsld@rediffmail.com
Corporate CIN No. : L27106UP1970PLC003353

ATTENDANCE SLIP

(Extra Ordinary General Meeting) : 20th June, 2022 at the 11:30 A.M
(Please fill in the Attendance Slip and hand it over at the entrance of the meeting hall).

Date	20 th June, 2022	Time :	11:30 A.M
Place	C-139, Industrial Area, Bulandshahar Road, Ghaziabad-201009 (U.P.)		

Signature of the Shareholder / Proxy / Representative present	
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Regd. Folio	DP ID & Client ID
(If not dematerialized)	(If dematerialized)
Name of the Shareholders	
Number of Shares	

Road Map



BY COURIER

If undelivered, please return to :-

ATMA STEELS LIMITED

REGISTERED OFFICE :

C-139, Industrial Area - 1

Bulandshahar Road,

Ghaziabad - 201 009

(Uttar Pradesh)