



CIN : L27101WB1985PLC039503

Regd. Office: 'Ideal Centre', 4th Floor, 9 AJC Bose Road, Kolkata – 700 017

e-mail:office@maithanalloys.com, website: www.maithanalloys.com

Ph: 033-6450-2228 Fax: 033-3987-7201

## NOTICE

Notice is hereby given that the 30th Annual General Meeting of the members of M/s. Maithan Alloys Limited will be held on Friday, the 11th September, 2015 at 11:00 a.m. at The Conclave, 216 A J C Bose Road, Kolkata – 700017 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2015 together with the Reports of the Directors and Auditors thereon and the Consolidated Audited Financial Statements of the Company for the financial year ended on 31st March, 2015 together with Report of the Auditors thereon.
2. To declare dividend on equity shares of the Company.
3. To appoint a Director in place of Sri B K Agarwalla (DIN: 00129140), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Sri S C Agarwalla (DIN: 00088384), who retires by rotation and being eligible, offers himself for re-appointment.
5. To ratify the appointment of M/s. D K Chhajer & Co., Chartered Accountants, (Firm Registration No: 304138E) as Statutory Auditors of the Company as approved by the members at 29th Annual General Meeting of the Company, to hold office till the conclusion of the 32nd Annual General Meeting and to fix their remuneration for the financial year ending 31st March, 2016.

### SPECIAL BUSINESS:

6. To appoint Smt Kalpana Biswas Kundu (DIN: 07006341) as a Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED That** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Clause 49 of the Listing Agreement, Smt Kalpana Biswas Kundu (DIN: 07006341), who was appointed by the Board as an Additional Director of the Company with effect from 8th November, 2014 in terms of Section 161 of the Companies Act, 2013 and whose term expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director (Category: Non-executive) of the Company, liable to retire by rotation.”

7. To ratify the remuneration of the Cost Auditors and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED That** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies

Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), a remuneration of Rs. 20,000/- (Rupees Twenty Thousand only) plus service tax at actual and re-imburement of out of pocket expenses, to be payable to M/s. S K Sahu & Associates, Cost Accountants (Firm Registration no. 100807), as approved by the Board of Directors for audit of Cost Records of the Company for the financial year ending 31st March, 2016, be and is hereby ratified.

**FURTHER RESOLVED That** the Board of Directors of the Company be and is hereby authorised to do all the acts and to take all such steps as may be necessary, proper or expedient to comply with the rules, regulations and notifications as prescribed and/or to be prescribed under the law in this regard.”

Registered Office:  
'Ideal Centre', 4th Floor  
9 AJC Bose Road,  
Kolkata - 700 017

By Order of the Board  
**For Maithan Alloys Limited**

Date : 26th May, 2015  
Place : Kalyaneshwari

Rajesh K Shah  
**Company Secretary**

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## NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to Special Business to be transacted at the Annual General Meeting (hereafter referred as the 'Meeting') is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing the proxy(ies), in order to be effective, must be deposited at the registered office of the Company duly completed and signed, not less than forty-eight hours before the time fixed for the commencement of the meeting. A Proxy Form is annexed to this Notice.**  
**A person can act as a Proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. 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 who shall not act as a proxy for any other Member.**
3. Proxies submitted on behalf of companies, societies, body corporate, etc, must be supported by an appropriate resolution / authority, as applicable.
4. Members/proxies are requested to bring the attendance slip duly filled in. Corporate members are requested to send a duly certified copy of the resolution authorizing their representatives to attend and vote at the meeting. Members are also requested to bring their copy of the Annual Report of the Company at the Meeting. As a measure of economy, copies of the Annual Report will not be distributed at the venue of the meeting.
5. The Register of Members and the Share Transfer Books of the Company will remain closed from 4th September, 2015 to 11th September, 2015 (both days inclusive) for annual closing and determining the entitlement of the shareholders to the dividend for the year 2014-15, if declared at the Meeting.
6. E-voting facility is being provided to all the members to exercise their right to vote on the resolution proposed to be passed at the 30th Annual General Meeting in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, framed there under (as amended) and Clause 35B of the Listing Agreement with the Stock Exchanges. The members may cast their votes using an electronic voting system from a place other than the venue of the meeting ("remote e-voting"). The Company

has engaged the services of Central Depository Services (India) Limited (CDSL) for providing e-voting facilities. The e-voting rights of the member/beneficial owners shall be reckoned in proportion to the equity shares held by them in the Company as on close of business hours on 4th September, 2015 (cut-off date fixed for this purpose). The Members desiring to vote through remote e-voting are requested to refer to the instructions to e-voting as given below:

**The instructions for members for voting electronically**

**In case of members receiving e-mail:**

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- (ii) Click on "Shareholders" tab.
- (iii) Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - For Physical Form: Members should enter Folio Number registered with the Company.
- (iv) Thereafter please enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used. For members holding shares in physical form, the details in covering letter can be used only for e-voting on the resolutions contained in this Notice.
- (vi) If you are a first time user follow the steps given below:  
Now, fill up the following details in the appropriate boxes:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• 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.</li> <li>• 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 – Sequence number is communicated in the Covering Letter.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. <ul style="list-style-type: none"> <li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly to 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.

- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for Maithan Alloys Limited.
- (xi) 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 as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire resolution(s).
- (xiii) 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.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote subsequently.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the password then enter the User ID, the image verification code and thereafter click on Forgot Password & then enter the details as prompted by the system.
  - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
  - They should submit a scanned copy of the registration form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**In case of members receiving the physical copy:**

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvi) above to cast vote.
- (B) The voting period begins at 10:00 a.m. on Tuesday, 8th September, 2015 and ends on Thursday, 10th September, 2015 at 5:00 p.m. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 4th September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be able to change it subsequently.

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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

- 7. The additional facility for voting through Ballot Form has also been provided to the members who neither have access to e-voting facility nor being able to attend the meeting, to send their assent or dissent in writing. The Members desiring to vote through Ballot Form are requested to carefully read the instructions printed in the said Ballot Form as annexed to this Notice. The voting rights will be reckoned on the paid up value of shares registered in the name of members as on 4th September, 2015 (cut off date).
- 8. If a member has opted for e-voting, then he/she should not vote through Ballot Form also and vice-a-versa. However,

in case member cast his/her vote both via Ballot Form and e-voting then voting done by e-voting shall prevail and voting through Ballot Form shall be invalid.

9. The facility for voting through polling paper shall be made available at the Meeting and the Members attending the Meeting, who have not cast their vote by remote e-voting or in writing through Ballot Form shall be eligible to vote at the Meeting. Only those members whose names are recorded in the Register of Members of the Company as on 4th September, 2015 (cut off date) shall be entitled to cast their vote by polling paper at the Meeting.
10. The Members who have either cast their vote by remote e-voting or through Ballot Form, prior to the Meeting, may attend the Meeting but shall not be entitled to cast their vote again at the Meeting.
11. Sri Jitendra Patnaik, a Company Secretary in whole time practice has been appointed as the Scrutinizer to scrutinize the voting process for the purpose of Annual General Meeting in a fair and transparent manner.
12. The Scrutinizer shall, immediately after the conclusion of voting at the Meeting, count the votes cast and shall submit a Consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than three days after the conclusion of the Meeting to the Chairman of the Company. The Chairman or any other person authorized by the Chairman, shall declare the result of the voting forthwith.
13. The result, along with the Scrutinizer's Report, will be placed on the Company's website [www.maithanalloys.com](http://www.maithanalloys.com) and on the CDSL website immediately after the result is declared by the Chairman or any other person authorized by the Chairman, and the same shall be communicated to the Stock Exchanges.
14. Any person, who becomes the Member of the Company after dispatch of the Notice and holds shares as on the cut-off date i.e. 4th September, 2015, may obtain the login ID and password by sending a request to the Company/Registrar and Share Transfer Agent, M/s. Maheshwari Datamatics Pvt. Ltd., 6, Mangoe Lane, Kolkata -700001.  
However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot Password" option available on [www.evotingindia.com](http://www.evotingindia.com).
15. Members seeking any information or clarification on the accounts are requested to send their queries in writing to the Company at least one week before the date of the meeting, so that requisite information is made available at the meeting.
16. Subject to the provisions of the Companies Act, 2013, the dividend for the year 2014-15 as recommended by the Board, if declared at the Meeting, will be paid to those members whose names will appear in the Company's Register of Members on 11th September, 2015 after giving effect to all the valid transfers received upto the close of business hours on 3rd September, 2015. In respect of shares held in electronic form, the dividend will be paid to those persons whose name shall be furnished as the beneficial owner as at the close of business hours on 3rd September, 2015 by National Securities Depository Limited and Central Depository Services (India) Limited. The dividend of Rs. 2/- per equity share will be paid on total number of equity share post bonus issue, if the Bonus issue is approved by the members pursuant to the Postal Ballot Notice dated 26th May, 2015.
17. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrar and Share Transfer Agent, cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Members are requested to intimate any change in their address and/or bank mandates immediately to their Depository Participants with whom they are maintaining their demat accounts.
18. Members holding shares in physical form and desirous of either registering their bank particulars or changing bank particulars or registering any change of address against their respective folios for payment of dividend are requested to intimate to the Company/Registrar and Share Transfer Agent, M/s. Maheshwari Datamatics Pvt. Ltd., 6, Mangoe Lane, Kolkata -700001.

19. Members holding shares in the same name or in the same order of names but in several folios are requested to consolidate them into one folio. In case of joint holder(s) attending the meeting only such joint holder who is higher in order of names will be entitled to vote.
20. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company and/or its Registrar and Share Transfer Agent.
21. The amount of dividends that remains unclaimed and/or unpaid for a period of seven years in the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. Accordingly, till date the Company has transferred the unpaid and/or unclaimed amount pertaining to the dividends upto the financial year 2006-07 to the IEPF. Members who have not so far en-cashed their warrants of the dividend for the financial year 2007-08 onwards may immediately approach the company for revalidation of their dividend warrants. The details of unclaimed dividend are available at company's website [www.maithanalloys.com](http://www.maithanalloys.com). Members may please note that no claim shall lie against the Company or the IEPF, once the unpaid and unclaimed dividend amount is transferred to IEPF.
22. The Company shall send all documents in electronic form, in lieu of physical form to those members who have registered their e-mail address(es) with their Depository Participant or the Company. Electronic copy of the Annual Report 2014-15 of the Company and its subsidiaries are also available at the Company's website: [www.maithanalloys.com](http://www.maithanalloys.com).  
Members who have not yet registered their email address with the Company or their Depository Participant are therefore requested to register the same at the earliest. Further, please be informed that such member(s) of the Company who have registered their email address are also entitled to receive all such documents in physical form free of cost, upon specific request made by them to the Company.  
For members who have not registered their email address, physical copies of the Notice of the Meeting and Annual Report 2014-15 are being sent in the permitted mode.
23. The physical copies of the Notice of the Meeting and Annual Report 2014-15 and all documents referred to in the Notice and the Explanatory Statement thereto are also available for inspection at the Registered Office of the Company during business hours (10:00 a.m. to 6:00 p.m.) on all working days except Saturdays, up to and including the date of the Meeting of the Company.
24. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013, will be available for inspection by the Members at the Meeting.
25. A brief profile of the Directors who are being proposed to be appointed/re-appointed, as required under Clause 49 of the Listing Agreement with the Stock Exchanges, is given below:

1. NAME OF DIRECTOR	<b>Sri B K Agarwalla</b>
DIN	00129140
Date of Birth	6th February, 1946
Qualification	B. Com.
Experience	48 years
Date of Appointment on the Board of Directors of the Company	19th September, 1985
Nature of expertise in specific functional areas	Experienced in the field of Finance, Marketing, General Management, Corporate Governance, Strategic Issues, Corporate and Financial Structuring, Resource Mobilization.
Name(s) of other public companies in which directorships held	Anjaney Ferro Alloys Limited Anjaney Alloys Limited

Name(s) of Companies in which Committee membership(s) held	None
Number of shares of Rs 10/- each held by the Director	40,750
Number of ESOPs granted	Nil
Relationship between Directors interse [as per section 2(77) of Companies Act, 2013 read with Companies (Specification of Definitions Details) Rules, 2014]	None

<b>2. NAME OF DIRECTOR</b>	<b>Sri S C Agarwalla</b>
DIN	00088384
Date of Birth	27th November, 1951
Qualification	B.Com.
Experience	45 years
Date of Appointment on the Board of Directors of the Company	15th April, 1992
Nature of expertise in specific functional areas	Experienced in the field of Human Resources Development, Planning and Budgeting, Corporate Planning, Accounts, Finance and Taxation
Name(s) of other public companies in which directorships held	Anjaney Ferro Alloys Limited Anjaney Alloys Limited Jibraltar Traders Limited Damodar Valley Power Consumers' Association
Name(s) of Companies in which Committee membership(s) held	None
Number of shares of Rs 10/- each held by the Director	50,000
Number of ESOPs granted	Nil
Relationship between Directors interse [as per section 2(77) of Companies Act, 2013 read with Companies (Specification of Definitions Details) Rules, 2014]	Sri S C Agarwalla is the father of Sri Subodh Agarwalla (Whole-time Director & COO)

<b>3. NAME OF DIRECTOR</b>	<b>Smt Kalpana Biswas Kundu</b>
DIN	07006341
Date of Birth	6th June, 1952
Qualification	B.A. (Hons) in Economics, M.A. (Economics)
Experience	32 years
Date of Appointment on the Board of Directors of the Company	8th November, 2014
Nature of expertise in specific functional areas	Experienced in the field of Banking sector Accounts and Finance.
Name(s) of other public companies in which directorships held	Anjaney Alloys Ltd. BMA Stainless Ltd.
Name(s) of Companies in which Committee membership(s) held	Anjaney Alloys Ltd. (Member of Audit Committee and Nomination and Remuneration Committee) BMA Stainless Ltd. (Member of Audit Committee, Nomination and Remuneration Committee and CSR Committee)
Number of shares of Rs 10/- each held by the Director	Nil
Number of ESOPs granted	Nil
Relationship between Directors interse [as per section 2(77) of Companies Act, 2013 read with Companies (Specification of Definitions Details) Rules, 2014]	None

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

### **Item No. 6**

As per the provisions of Section 149(1) of the Companies Act, 2013 and Clause 49 of the Listing Agreement as applicable with effect from 1st October, 2014, the Company should have atleast one woman director.

In accordance with the said provisions, Smt Kalpana Biswas Kundu (DIN: 07006341) was appointed by the Board of Directors of the Company at its meeting held on 8th November, 2014 as an Additional Director of the Company and shall hold office until the conclusion of the 30th Annual General Meeting.

The Company has received a Notice in writing from a member alongwith the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing the candidature of Smt Kalpana Biswas Kundu (DIN: 07006341) for the office of Director of the Company.

Smt Kalpana Biswas Kundu is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director. She does not hold any equity shares of the Company.

A brief profile of proposed Director, including nature of her expertise, is provided at Note No. 25(3) to this Notice.

The Board recommends the Ordinary Resolution as set out at Item no. 6 of the Notice for approval by the Members.

Smt Kalpana Biswas Kundu and her relatives are deemed to be interested in the resolution as set out at Item No. 6 of the Notice.

Save and except the above, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 6 of the Notice.

### **Item No. 7**

In compliance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Board of Directors on the recommendation of the Audit Committee, has appointed M/s. S K Sahu & Associates, Cost Accountants (Firm Registration No. 100807) as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2016 at a remuneration of Rs. 20,000/- (Rupees Twenty Thousand Only) plus service tax at actual.

Further, the remuneration as approved by the Board of Directors on the recommendation of Audit committee of the Company and payable to cost auditors, is required to be ratified by the shareholders subsequently, in compliance with the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014. Accordingly, consent of the Members is sought for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2016.

The Board recommends the Ordinary Resolution as set out at Item No. 7 of the Notice for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 7 of the Notice.

Registered Office:  
'Ideal Centre', 4th Floor  
9 AJC Bose Road,  
Kolkata - 700 017

By Order of the Board  
**For Maithan Alloys Limited**

Date : 26th May, 2015  
Place : Kalyaneshwari

Rajesh K Shah  
**Company Secretary**





# maithan alloys ltd

CIN : L27101WB1985PLC039503

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e-mail:office@maithanalloys.com, website: www.maithanalloys.com

Ph: 033-6450-2228 Fax: 033-3987-7201

## ATTENDANCE SLIP

DP & Client ID No.....

No of shares.....

Regd. Folio No. ....

Full Name of the Member or proxy holder.....

I hereby record my presence at the 30th Annual General Meeting of the Company convened on Friday, 11th September, 2015 at 11:00 a.m. at "The Conclave", 216, AJC Bose Road, Kolkata-700017.

.....  
Member's/Proxy's Signature

Please fill in the attendance slip and handover the same at the meeting hall. Please bring your copy of the Annual Report for reference at the meeting.





# maithan alloys ltd

CIN : L27101WB1985PLC039503

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e-mail:office@maithanalloys.com, website: www.maithanalloys.com

Ph: 033-6450-2228 Fax: 033-3987-7201

## 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 member(s) :	
Registered address :	
E-mail Id:	
Folio No/ Client Id* :	
DP ID* :	

(\*applicable for members holding shares in electronic form)

I/We, being the member(s) holding.....shares of Maithan Alloys Ltd., hereby appoint

1. Name :	E-mail Id :
Address :	Signature :

or failing him

2. Name :	E-mail Id :
Address :	Signature :

or failing him

3. Name :	E-mail Id :
Address :	Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual General Meeting of the Company, to be held on Friday, 11th September, 2015, at 11:00 a.m. at the "The Conclave", 216, AJC Bose Road, Kolkata – 700 017 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution subject	For	Against	Abstain
<b>Ordinary Business</b>				
01.	To adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2015 together with the Reports of the Directors and Auditors thereon and the Consolidated Audited Financial Statements of the Company for the financial year ended on 31st March, 2015 together with Report of the Auditors thereon.			
02.	To approve dividend on equity shares of the Company.			
03.	To appoint a Director in place of Sri B K Agarwalla (DIN: 00129140), who retires by rotation and being eligible, offers himself for re-appointment.			
04.	To appoint a Director in place of Sri S C Agarwalla (DIN: 00088384), who retires by rotation and being eligible, offers himself for re-appointment.			
05.	To ratify the appointment of M/s. D K Chhajer & Co., Chartered Accountants, (Firm Registration No: 304138E) as Statutory Auditors of the Company.			
<b>Special Business</b>				
06.	To appoint Smt Kalpana Biswas Kundu (DIN: 07006341) as a Director of the Company.			
07.	To ratify the remuneration of Cost Auditors.			

Signed this.....day of.....2015

Please  
affix Re 1/-  
Revenue  
Stamp

Signature of shareholder

Signature of Proxy holder(s)

**Note:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Please put a (√) mark in the box in the appropriate column against the respective resolution if you leave the "For" or "Against" column blank against any or all the resolutions, Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. 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 who shall not act as a proxy for any other Member.



# maithan alloys ltd

CIN : L27101WB1985PLC039503

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e-mail:office@maithanalloys.com, website: www.maithanalloys.com

Ph: 033-6450-2228 Fax: 033-3987-7201

## BALLOT PAPER

Sl. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	EQUITY

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No.	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
01	To adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2015 together with the Reports of the Directors and Auditors thereon and the Consolidated Audited Financial Statements of the Company for the financial year ended on 31st March, 2015 together with Report of the Auditors thereon.			
02	To approve dividend on equity shares of the Company.			
03	To appoint a Director in place of Sri B K Agarwalla (DIN: 00129140), who retires by rotation and being eligible, offers himself for re-appointment.			
04	To appoint a Director in place of Sri SC Agarwalla (DIN: 00088384), who retires by rotation and being eligible, offers himself for re-appointment.			
05	To ratify the appointment of M/s. D K Chhajer & Co., Chartered Accountants, (Firm Registration No: 304138E) as Statutory Auditors of the Company.			
06	To appoint Smt Kalpana Biswas Kundu (DIN: 07006341) as a Director of the Company.			
07	To ratify the remuneration of Cost Auditors.			

Note: 1] Please read the instructions printed overleaf before exercising your vote through physical Ballot Form.

2] Last date of receipt of Ballot Form by the scrutinizer is Thursday, 10th September, 2015.

Place:

Date:

(Signature of the shareholder)

**INSTRUCTIONS:**

1. Members desiring to send their assent or dissent in writing may complete this Ballot Form and send it to the Scrutinizer in the attached self-addressed envelope. Voting through any other Ballot Form will not be considered valid.
  2. The postage will be borne by the company. The self-addressed envelope bears the address of the scrutinizer. However, envelope containing Ballot Form, if sent by courier at the expenses of the registered member(s) will also be accepted.
  3. Voting rights shall be reckoned on the paid up value of shares registered in the name of the members as on close of working hours on 4th September, 2015.
  4. Duly completed Ballot Form should reach the Scrutinizer not later than 5:00 PM on Thursday, 10th September, 2015. Ballot Form received after this date will be strictly treated as if the reply from the member has not been received.
  5. This Ballot Form should be completed and signed by the member. In case of joint holding, the form should be completed and signed by first named member and in his absence, by the next named member as per the specimen signature registered with the Company or furnished by National Securities Depository Limited/Central Depository Services (India) Limited to the Company in respect of shares held in the physical form or dematerialized form, respectively. Unsigned Ballot Form will be rejected.
  6. The consent must be accorded by recording the assent in the Column "I assent to the resolution" and dissent in the Column "I dissent from the resolution" by clearly placing a tick (✓) mark in the appropriate column.
  7. Incomplete, unsigned and incorrect Ballot Form will be rejected. A Ballot Form shall be treated as invalid if it is received from a Member who has made an amendment to the Resolution or imposed any condition while exercising his vote(s) or neither assent or dissent is mentioned or not possible to determine without any doubt the assent or dissent of the member or if it is defaced or mutilated in such a way that its identity as a genuine form cannot be established. The Scrutinizer's decision on the validity of the Ballot Form shall be final and binding.
  8. In case of shares held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution/ Authorization or Power of Attorney (POA).
  9. Members are requested not to send any other paper along with the Ballot Form in the enclosed self-addressed envelope except copy of resolution/authorization or POA as specified in point no. 8 above, as such envelope(s) will be sent to the Scrutinizer and any extraneous paper found in such envelope will be destroyed by the Scrutinizer.
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# maithan alloys ltd

CIN : L27101WB1985PLC039503

Regd. Office: 'Ideal Centre', 4th Floor, 9 AJC Bose Road, Kolkata – 700 017

e-mail:office@maithanalloys.com, website: www.maithanalloys.com

Ph: 033-6450-2228 Fax: 033-3987-7201

## BANK ACCOUNT PARTICULARS/ECS MANDATE FORM

I/WE.....do hereby authorize Maithan Alloys Limited to:

\*Print the following details on my/our dividend warrant.

\*Credit my/our dividend amount directly to my/our bank account by ECS.

\*(Strike out whichever is not applicable)

My/our Folio No. ....DP ID. No..... Client Id.....

Particulars of Bank account:

1. Name of the Bank :.....
2. Branch Name & Address :.....
3. Account Number (as appearing on the cheque book) :.....
4. Account type Saving/Current/Cash Credit :.....
5. 9 Digit Code Number of the Bank and Branch appearing on the MICR cheque issued by the Bank : .....
6. STD Code & Telephone Number :.....

I/WE hereby declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons incompleteness or incorrectness of information supplied as above, the Company/Registrar will not be held responsible.

I/WE agree to avail the ECS facility provided by RBI, as and implemented by RBI/Company.

I/WE further undertake to inform the Company any change in my/our Bank/branch and account number.

I/WE shall not hold the Bank responsible if the ECS could not be implemented or the Bank discontinue(s) the ECS, for any reason.

Date

Signature of the first shareholder/joint shareholder

Please attach the photocopy of cheque for verifying the accuracy of the MICR Code number.

Whenever the shares in given Folio are entirely dematerialized, then this ECS mandate form will stand rescinded.

Send to :

M/s Maheshwari Datamatics Pvt. Ltd.

Unit: Maithan Alloys Limited

6, Mangoe Lane, 2nd Floor, Kolkata-700001

Tel: (033) 2248-2248, (033) 2243-5809/5029

Fax: (033) 2248-4787

