



# INDUCTO STEEL LTD

February 13, 2021

To,  
The BSE Limited  
Corporate Relations Department,  
PhirozeJeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001

**Scrip Code: 532001**

**Script Name: INDCTST**

**ISIN: INE146H01018**

Sub: **Postal Ballot Notice**

Ref: **Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations)**

Dear Sir/Madam,

Pursuant to the above referred, please find enclosed herewith the Postal Ballot Notice dated February 13, 2021 ("*said Notice*"), seeking approval by way of a Special Resolution for granting authority to the Board of Directors of the Company to create charges, mortgages and hypothecations on movable and immovable properties, present and future, of the Company.

In accordance with applicable laws, the said **Notice** is being sent electronically to all the Members whose names appear in the Register of Members/ List of Beneficial Owners and whose e-mail IDs are registered with the Company/ Link Intime India Private Limited ("*RTA*")/ Depositories as on Friday, February 05, 2021 ("*cut-off date*"). The same is also available on the Company's website [www.hariyanagroup.com](http://www.hariyanagroup.com), website of the National Securities Depository Limited ("*NSDL*") i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and website of Link Intime India Private Limited ("*LIPL*") i.e. <https://instavote.linkintime.co.in>

The **remote e-voting** period shall commence on Tuesday, February 16, 2021 (9:00 a.m. IST) and conclude on Wednesday, March 17, 2021 (5:00 p.m. IST).

The **results** of the e-voting shall be declared on or before Friday, March 19, 2021.

Kindly take the above disclosure on your record.

Thanking you.

Yours faithfully,

For Inducto Steels Limited

Rajeev Reniwal  
Managing Director  
(DIN: 00034264)





# INDUCTO

## STEEL LTD

### POSTAL BALLOT NOTICE

To  
The Members of Inducto Steel Limited

Notice is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Ministry of Corporate Affairs ("MCA") General Circular nos. 14/2020, 17/2020, 33/2020 and 39/2020 dated April 8, 2020, April 13, 2020, September 28, 2020, and December 31, 2020, respectively (collectively referred to as "MCA Circulars") and subject to other applicable laws and regulations, that the Special Resolution appended below is proposed to be passed by the Members by way of Postal Ballot through remote e-voting.

In view of the global outbreak of the COVID-19 pandemic, the MCA has in terms of the above MCA Circulars, advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, by way of postal ballot through remote e-voting mechanism in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of Members at a common venue. MCA has clarified that the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis for Companies that are required to provide e-voting facility under the Act while they are transacting any business(es) by way of Postal Ballot up to June 30, 2021.

### ELECTRONIC COPY OF POSTAL BALLOT NOTICE

- In compliance with the MCA Circulars, notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Hard copy of notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.
- Members may note that the notice will also be available on the Company's website [www.hariyanagroup.com](http://www.hariyanagroup.com), website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com), website of the National Securities Depository Limited ("NSDL") i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and website of Link Intime India Private Limited ("LIPL") i.e. <https://instavote.linkintime.co.in>

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Corporate Office: 156, Maker Chambers VI, 220, Jamnalal Bajaj Marg, Nariman Point, Mumbai- 400 021.  
Tel.- 022 - 22043211 Fax- 22043215 E-mail: [secretarial.inducto@gmail.com](mailto:secretarial.inducto@gmail.com) / [contact@hariyanagroup.com](mailto:contact@hariyanagroup.com)  
Web Site: [www.hariyanagroup.com](http://www.hariyanagroup.com) CIN NO. L27100MH1988PLC194523  
ISO 9001-2008/14001-2004 & OHSAS 18001-2007 Certified

## REGISTER TO RECEIVE COMMUNICATIONS ELECTRONICALLY

- Shareholders holding shares in Physical Mode: Register/ update their email ID, Mobile number and Bank Account details by sending a request letter duly signed by the Shareholder(s) mentioning the Name of the Company, Folio number, Bank Account Details, self-attested copy of PAN card and cancelled cheque leaf. In case the cancelled cheque leaf does not bear the Shareholders name, please attach a copy of the bank passbook statement, duly self-attested to the Company at [secretarial.inducto@gmail.com](mailto:secretarial.inducto@gmail.com)
- Shareholders holding shares in Dematerialised Mode: Register/ update their email ID, Mobile number and Bank Account details with their respective Depository Participant.
- Members who have not registered / updated their e-mail ID or mobile number with the Company but wish to receive all communication from the Company electronically may register / update their e-mail ID and mobile number on [secretarial.inducto@gmail.com](mailto:secretarial.inducto@gmail.com)

## STATEMENT UNDER SECTION 102 & 110 OF THE ACT

The Explanatory Statement in terms of the provisions of Section 102(1) and 110 of the Act, which sets out details relating to special business to be transacted at the meeting forms part of this notice.

## REMOTE E-VOTING

Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of SEBI Listing Regulations and the MCA Circulars, the Company is pleased to provide the facility to the Members to exercise their right to vote, on the resolution proposed to be passed by Postal Ballot, by electronic means.

The Company has engaged the services of NSDL to provide the remote e-voting facility. Shareholders are requested to read the instructions in the Notes under the section "Remote E-Voting: Procedure" in this notice to cast their vote electronically.

The Company has appointed Mr. Dilip Bharadiya (holding membership no. FCS 7956), Proprietor of M/s. Dilip Bharadiya & Associates, Company Secretaries, to act as the Scrutiniser and to scrutinize the entire remote e-voting process in a fair and transparent manner.

## REMOTE E-VOTING: IMPORTANT DATES-

<b>Cut off date</b> [for determining the Members entitled to vote on the resolution set forth in this Notice]	<b>Friday, February 05, 2021</b>	
<b>Remote e-voting period</b> [During this period, members of the Company as on the cut-off date may cast their vote by remote e-voting]	Commenced from: <b>09.00 a.m.</b> <b>Tuesday, February 16,</b> <b>2021</b>	End at: <b>05:00 p.m.</b> <b>Wednesday,</b> <b>March 17, 2021</b>

## VOTING RESULTS

The Scrutiniser will submit his report to the Chairman as nominated by the Board for this purpose after completion of scrutiny of the remote e-voting. The results shall be declared on or before Friday, March 19, 2021 and will be displayed along with the Scrutiniser's Report:

- i. on the website of the Company i.e. [www.hariyanagroup.com](http://www.hariyanagroup.com);
- ii. on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
- iii. communicated to BSE Limited, thereby enabling them to disseminate the same on their respective websites.

## SPECIAL BUSINESS:

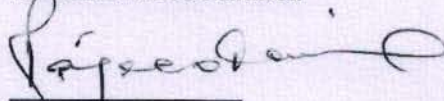
### TO CREATE CHARGES, MORTGAGES AND HYPOTHECATIONS ON MOVABLE AND IMMOVABLE PROPERTIES, PRESENT AND FUTURE, OF THE COMPANY.

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

**"RESOLVED THAT** pursuant to Section 180(1)(a) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 consent of the Company be and is hereby given to the Board of Directors of the Company to create such charges, mortgages and hypothecations on such movable and immovable properties, both present and future and in such manner as the Board may deem fit, together with the power to create mortgage/charge over the substantial assets of the Company in certain events in favour of the Financial Institutions/Banks/any other investing agencies/trustees for the holders of debentures/bonds/other instruments which may be issued to and subscribed by all or any other person(s)/bodies corporate by way of private placement or otherwise, to secure rupee/foreign currency loans, debentures, bonds or other instruments (hereinafter collectively referred to as "Loans") provided that the total amount of Loans together with interest thereon, additional interest, compound interest, costs, charges, expenses and all other monies payable by the Company in respect of the said Loans, shall not, at any time exceed Rs. 5,00,00,00,000/- (Rupees Five Hundred Crores Only).

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, any of the Directors of the Company be and are hereby authorized to finalize, settle and execute such documents/deeds/writings/papers/agreements as may be required and to do all acts, deeds, matters and things, as it may in its absolute discretion deemed necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to creating mortgage/charge as aforesaid and also to delegate all or any of the above powers to the Principal Officers of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution."

On behalf of the Board of Directors  
For Inducto Steels Limited



Rajeev Reniwal  
Managing Director  
(DIN: 00034264)



Date: February 13, 2021  
Place: Mumbai

## NOTES FOR MEMBER'S ATTENTION

### 1. STATEMENT UNDER SECTION 102 & 110 OF THE ACT

The Explanatory Statement in terms of the provisions of Section 102(1) and 110 of the Act, which sets out details relating to special business to be transacted at the meeting forms part of this notice.

2. The notice is being sent to the shareholders of the Company whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories as on **Friday, February 05, 2021** ("cut-off date"). A person who is not a member as on the cut-off date should treat this notice for information purposes only.

### 3. AUTHORISED REPRESENTATIVE

Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to vote through remote e-voting on its behalf.

The said Resolution/Authorization shall be sent to the Scrutiniser by e-mail through its registered e-mail ID to Mr. Dilip Bharadiya at [dilipbcs@gmail.com](mailto:dilipbcs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

### 4. DOCUMENTS OPEN FOR INSPECTION

All documents referred to in the notice will be available for electronic inspection without any fee by the Members from the date of dispatch of this notice up to Wednesday, March 17, 2021. Members seeking to inspect such documents can send an e-mail at [secretarial.inducto@gmail.com](mailto:secretarial.inducto@gmail.com)

### 5. REMOTE E-VOTING: PROCEDURE

*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.nsd.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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - 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.

**Details on Step 2 are given below:**

**How to cast your 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.
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 company for which you wish to cast your vote.
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 to [dilipbcs@gmail.com](mailto:dilipbcs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### **6. OTHER INFORMATION RELATED TO E-VOTING**

- A person, whose name is recorded in the register of members or in the register of beneficial owners of the Company, as on the cut-off date i.e. Friday, February 05, 2021 only shall be entitled to avail the facility of remote e-voting. A person who is not a member as on the cut-off date should treat this notice for information purposes only.
- Voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, February 05, 2021.
- Every client ID no./folio no. will have one vote, irrespective of number of joint holders.
- The members may also update their mobile number and e-mail ID in the user profile details of their respective client ID no./folio no., which may be used for sending future communication(s).
- The resolution, if passed by the requisite majority shall be deemed to have been passed on Wednesday, March 17, 2021, i.e., the last date specified for receipt of votes through the remote e-voting process.

#### **7. CORRESPONDENCE**

Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or RTA, quoting their folio number or DP ID - client ID, as the case may be.



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

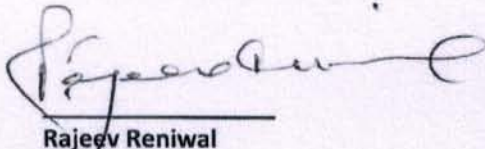
Pursuant to the provisions of Section 180(1) of the Companies Act, 2013, the Board of Directors of the Company shall exercise their borrowings powers in excess of the Paid-Up Share Capital & Free Reserves, (apart from temporary loans obtained from the Company's Bankers in ordinary course of business) only with the consent of the Shareholders at the General Meeting of the Company. Accordingly, the Board of Directors of the Company had taken approval from Members of the Company at the 26<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2014, under Section 180(1)(c) to borrow monies from time to time on behalf of the Company not exceeding Rs. 5,00,00,00,000/- (Rupees Five Hundred Crores Only) for the business of the Company.

The approval of the shareholders is also required for creation of mortgages, charges and hypothecations etc. to secure aforesaid borrowings under Section 180(1)(a) of the Companies Act, 2013.

However, Section 180(1) of the Companies Act, 2013, provides that the Board of Directors of the Company shall exercise the said powers only with the consent of the Company by a Special Resolution. Hence, the Special Resolution at Item No. 1 is intended for this purpose.

It may be noted that the Directors of the Company and their relatives who are members of the Company, may be deemed to be concerned or interested in this Resolution only to the extent of their respective shareholding in the Company to the same extent as that of every other member of the Company.

On behalf of the Board of Directors  
For **Inducto Steels Limited**



**Rajeev Reniwal**  
Managing Director  
(DIN: 00034264)



**Date: February 13, 2021**  
**Place: Mumbai**