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## EASTCOAST STEEL LIMITED

Factory & Regd. Office : Cuddalore Road, Pillaiyarkuppam Post,  
Bahour Commune, Pondicherry - 607 402.  
CIN.: L27109 PY1982 PLC 000199

Tel.: 0413-2611117  
0413-2611118  
0413-2611425

Ref: ESL/SE/2018-19/AH- 80

**August 16, 2018**

The Listing Compliance  
BSE Limited,  
Ground Floor,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

Dear Sir/Madam,

**Sub :- Scrip Code : 520081**


**Reg :- Notice of Thirty Fifth (35th ) Annual General Meeting.**

In compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Schedule III to the said regulations, it is informed that the Thirty Fifth (35<sup>th</sup>) Annual General Meeting of the Company is scheduled to be held on Saturday, September 08, 2018 at the Registered office of the Company at Cuddalore Road, Pillaiyarkuppam Post, Bahour Commune, Pondicherry -607403.at 12.00 noon.

A copy of the Notice of the Annual General Meeting is enclosed herewith.

Kindly take the same on your record

Yours faithfully,  
**For Eastcoast Steel Limited**

  
**P.K.R.K. Menon**  
**Company Secretary**  
**F.C.S. : 1074**



Encl : As above (1)

## NOTICE

Notice is hereby given that the **Thirty Fifth Annual General Meeting (AGM)** of the Members of **EASTCOAST STEEL LIMITED** will be held at the Registered office of the Company at Cuddalore Road, Pillaiyarkuppam Post, Bahour Commune, Pondicherry - 607403 on Saturday, 8<sup>th</sup> September, 2018 at 12.00 noon to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended on 31<sup>st</sup> March, 2018 and the reports of the Board of Director's and Auditor's thereon and in this regard to pass the following resolution as an **Ordinary Resolution**.

"**RESOLVED THAT** the audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2018 together with the reports of the Auditor's and Director's thereon be and are hereby received, considered, approved and adopted."

2. To re-appoint a Director in place of Shri. Prithviraj S. Parikh (DIN : 00106727) who retires by rotation and being eligible, offers himself for re-appointment and in this regard to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** Shri. Prithviraj S. Parikh (DIN : 00106727) who retires by rotation in accordance with Section 152 of the Companies, Act 2013 be and is hereby re-appointed as a Director, liable to retire by rotation."

### SPECIAL BUSINESS

3. **Alteration / Adoption of New Set of Articles of Association of the Company as per Companies Act, 2013.**

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

"**RESOLVED THAT** pursuant to the provisions of Section 14 of the Companies Act, 2013, and other applicable provisions read with the rules and regulations made there under including any amendment, re-enactment or statutory modification thereof, the new set of Articles of Association be and are hereby approved and adopted in substitution for, and to the exclusion, of the existing Articles of Association of the Company.

**RESOLVED FURTHER THAT** Shri. Prithviraj S. Parikh and Shri. Hitesh V. Raja, Directors of the Company and Shri. P.K.R.K. Menon, Company Secretary of the Company be and are hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, including delegate such authority, as may be considered necessary, proper or expedient in order to give effect to the above resolution.

**RESOLVED FURTHER THAT** Shri. Prithviraj S. Parikh and Shri. Hitesh V. Raja, Directors of the Company and Shri. P.K.R.K. Menon, Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign all such other documents, in each case, as they or any of them may deem necessary, proper or desirable (including without limitation making the appropriate e-filings with the Registrar of Companies, Puducherry), in connection with the adoption of the new set of Articles of Association of the Company, as approved by the Board and the members of the Company and/ or generally to give effect to the foregoing resolutions.

**RESOLVED FURTHER THAT** Shri. Prithviraj S. Parikh and Shri. Hitesh V. Raja, Directors of the Company and Shri. P.K.R.K. Menon, Company Secretary of the Company, be and are hereby severally authorised to issue/ provide certified true copies of the aforesaid resolution."

By order of the Board of Directors

Sd/-

**P.K.R.K. Menon**  
Company Secretary

Place : Mumbai

Date : 9<sup>th</sup> August, 2018

**NOTES:**

- 1. A member entitled to attend and vote at the AGM (“meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty and holding in the 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 and such person shall not act as a proxy for any other person or shareholder. The instrument appointing the proxy must be filled, stamped and duly signed and deposited at the registered office of the Company not less than forty eight hours before the commencement of the meeting.**
- 2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the special business as set out under Item No. 3 of the Notice to be transacted at the meeting is annexed hereto.**
- 3. Members are requested to bring their attendance slip while attending the meeting. Members holding shares in demat form are requested to write their DP ID and Client ID and those holding shares in physical form are requested to write their Folio Numbers on the attendance slip for attending the meeting.**
- 4. Body Corporates who are Members of the Company are requested to send duly certified copy of the Board Resolution authorising their representatives to attend and vote at the Meeting.**
- 5. The Register of Members and Share Transfer Books of the Company shall remain closed from 3<sup>rd</sup> September, 2018 to 8<sup>th</sup> September, 2018 (both days inclusive).**
- 6. Pursuant to Sections 101 and 136 of the Companies Act, 2013 read with the Rules framed thereunder, the Notice calling the meeting along with the Annual Report for the year ended 31<sup>st</sup> March, 2018 would be sent by electronic mode to those members whose e-mail addresses are registered with the Depository or the Company’s Registrar and Transfer Agents, unless the Members have requested for a physical copy of the same. Members who have not registered their e-mail addresses so far, are requested to promptly intimate the same to their respective depository participants or with the Company/its Registrar and Share Transfer Agents, as the case may be. For members who have not registered their e-mail addresses, physical copies would be sent by the permitted mode.**
- 7. Members may also note that the Annual Report for the financial year 2017-18 including the Notice convening the Thirty Fifth Annual General Meeting will also be available on the Company’s website viz. [www.eastcoaststeel.com](http://www.eastcoaststeel.com) The physical copies of the aforesaid documents will also be available at the Company’s Registered Office in Pondicherry for inspection on all the working days, except Saturdays upto the date of Thirty Fifth AGM. Even after registering for e-communication, members are entitled to receive such documents in physical form, upon making a request for the same, free of cost. The members desirous of having the hard copy of the Annual Report may also send their requests to the Company’s investor e-mail id: [esl.compliance@gmail.com](mailto:esl.compliance@gmail.com)**
- 8. The details of the person seeking re-appointment as Director under Item No. 2 of the Notice in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard – 2 on General Meetings are also annexed hereto.**
- 9. Members are requested to support the Green Initiative by registering/ updating their e-mail addresses with the Depository Participant (in case of shares held in demat form) or with Link Intime India Private Limited (in case of shares held in physical form).**

10. Annual Report copies will not be distributed at the Meeting. Members are therefore requested to bring their copies of the Annual Report.
11. In case of joint holders attending the Meeting, joint holder ranked higher in the order of names will be entitled to vote at the Meeting.
12. Members holding shares in demat (electronic) account are requested to notify changes, if any, in their address, e-mail address, bank mandate, etc. to their respective Depository Participants (DPs). Members holding shares in physical form are requested to intimate the changes to the Company's Registrar.
13. Members desirous of getting any information concerning the accounts or operations of the Company may send their queries at least 7 (Seven) days before the Annual General Meeting, to the Company Secretary, at the Registered office of the Company or by sending an e-mail to [esl.compliance@gmail.com](mailto:esl.compliance@gmail.com).
14. Facility of nomination is now available and Members are requested to make use of the same by contacting the Registrar in case of physical holding and DPs in case of demat holdings.
15. For any assistance or information about shares. Members may contact the Company or the Registrar.
16. Members are requested to quote their Folio Number/ Demat Account Number and contact details such as e-mail address, contact number and complete address in all correspondences with the Company or the Registrar.
17. Members who hold shares in multiple folios and in identical names are requested to contact the Registrar for consolidating their holdings into a single folio.
18. 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 Participant with whom they are having demat accounts. Members holding shares in physical form are requested to submit PAN details to the Company or the Registrar.
19. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing its Members with the option of voting by electronic means.
  - a) In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its Members with the facility of exercising their right to vote on resolutions proposed to be considered at the meeting by electronic means and the business may be transacted through e-voting services. The facility of casting votes by the Members using an electronic voting system from a place other than venue of the meeting ("remote e-voting") will be provided by the National Securities Depository Limited (NSDL).

The facility for casting vote through ballot/ polling paper shall be made available at the Annual General Meeting and the Members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot/ polling paper. The Members who had cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

- b) The remote e-voting period commences at 9.00 a.m. on Wednesday, 5<sup>th</sup> September, 2018 and ends on Friday, 7<sup>th</sup> September, 2018 at 5.00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter.
- c) Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- d) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on the date of dispatch of Notice.
- e) The Board of Directors at their meeting has appointed CS Ashish C. Bhatt, Proprietor of M/s. Ashish Bhatt & Associates., Practising Company Secretaries as the scrutinizer to conduct the e-voting process in a fair and transparent manner.
- f) The Scrutinizer, after scrutinizing the votes casted through remote e-voting and at the Meeting through ballot or venue e-voting, will prepare a consolidated report and submit the same to the Chairman of the Company within forty eight hours of the conclusion of the meeting i.e. on or before Monday, 10<sup>th</sup> September, 2018.
- g) The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company ([www.eastcoaststeel.com](http://www.eastcoaststeel.com)) and on the website of NSDL at ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) immediately after the declaration of result by the Chairman of the Company. The results shall also be immediately forwarded to the Stock Exchange where the shares of the Company have been listed.
- h) **Instructions for remote e-voting are as mentioned below :**

In case of members receiving e-mail from NSDL [for members whose e-mail IDs are registered with the Company/Depository Participants(s)]:

- (i) Open e-mail and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that this password is an initial password. NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "remote e-voting.pdf".
- (ii) Launch internet browser by typing the following  
URL: '<https://www.evoting.nsdl.com/>'
- (iii) Click on Shareholder - Login
- (iv) Put your User ID and Password. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "Eastcoast Steel Limited"
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote

- (xii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [csashishbhatt@gmail.com](mailto:csashishbhatt@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

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

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM: EVEN (Remote e-voting Event Number) USER ID PASSWORD/PIN.
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- (iii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and remote e-voting user manual for members available at the downloads section of '[www.evoting.nsdl.com](http://www.evoting.nsdl.com)' or call on toll free number : 1800-222-990.
- (iv) If Members are already registered with NSDL for remote e-voting then they can use their existing User ID and Password/ PIN for casting the vote.

**NOTE:** Members who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on '[www.evoting.nsdl.com](http://www.evoting.nsdl.com)'.

In case members are holding shares in demat mode, USER-ID is the combination of (DP ID+Client ID). In case members are holding shares in physical mode, USER-ID is the combination of (EVEN No.+Folio No).

20. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. Friday, 31<sup>st</sup> August, 2018, may obtain the login ID and password by sending a request at '[evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)' or '[sharad.patkar@linkintime.co.in](mailto:sharad.patkar@linkintime.co.in)'.
21. However, if you are already registered with NSDL 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 User Details/Password?" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free number : 1800-222-990.

**22. General Instructions:**

1. The remote e-voting period begins at 9.00 a.m. on Wednesday, 5<sup>th</sup> September, 2018 and ends at 5.00 p.m. on Friday, 7<sup>th</sup> September, 2018. During this period, Shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. on Friday, 31<sup>st</sup> August, 2018, may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Those who fail to cast their vote electronically may only cast their vote at the venue of the meeting.
2. CS Ashish C. Bhatt, Proprietor of M/s. Ashish Bhatt & Associates., Practising Company Secretaries (Membership No.: FCS - 4650) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

3. The voting rights of shareholders 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. 31<sup>st</sup> August, 2018.
4. Members/Proxies are requested to bring their Attendance Slip complete in all respects and signed at the place provided there at and hand it over at the entrance of the venue. The route map of the AGM venue is also annexed to this Notice.

**Detailed profile of Director seeking re-appointment in the AGM (Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

|  |  |
|--|--|
| Name of Director   | <b>Shri. Prithviraj S. Parikh</b>  |
| Date of Birth/Age  | 19 <sup>th</sup> February, 1946 (72 yrs)   |
| Date of first Appointment  | 08 <sup>th</sup> January, 1987   |
| Expertise in Specific Functional area  | Has completed his Masters in Engineering in U.S. On returning to India he joined family owned business of manufacturing steel. He has over four decades of experience in management of Steel Plants & allied activities, international trade, etc. |
| Terms and conditions of Re-appointment   | In terms of Section 152(6) of the Act, Mr. Prithviraj S. Parikh is liable to retire by rotation at the Meeting.  |
| Qualification  | MS., M.E. from N.Y.U./C.C.N.Y.   |
| Board Membership of other Public Companies (excluding Foreign, Private & Sec.8 Companies) as on 31 <sup>st</sup> March, 2018     | 1. Western Ministil Limited<br>2. Merit Industries Limited   |
| Chairman /Member of the Committee as on 31 <sup>st</sup> March, 2018 (Includes only Audit and Shareholders' Grievance Committee) | N.A  |
| Number of shares held as on 31 <sup>st</sup> March, 2018   | 8600 (0.16%)   |
| Remuneration (including sitting fees, if any)<br>a) Last drawn<br>b) Proposed to be paid   | NIL  |
| Relationship with other Directors / Key Managerial Personnel   | N.A.   |
| Number of meetings of the Board attended during the financial year (2017-18)   | 3 (Three)  |

**EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 3**

Upon enactment of the Companies Act, 2013, various provisions of the Companies Act, 1956 have been repealed and in view of the same the Articles of Association of the Company needs to be re-aligned as per the provisions of the new Act.

The Board of Directors in its meeting held on 9<sup>th</sup> August, 2018 decided (subject to the approval of members) to adopt a new set of Articles of Association in place of and to the entire exclusion of existing Articles of Association of the Company.

The draft of the new set of Articles proposed for approval shall be made available for inspection by the shareholders of the Company during normal business hours at the Registered office of the Company and copies thereof shall also be made available for inspection at the Corporate Office of the Company and also at the place of the meeting on the day of the meeting.

In terms of Section 14 of the Companies Act, 2013, the consent of the Members by way of Special Resolution is required for adoption of new set of Articles of Association of the Company.

Your Directors commend passing of this resolution by way of a Special Resolution.

None of the Directors, KMPs, or their relatives are interested or concerned, financially or otherwise, in the resolution set out at item no. 3.

**By order of the Board of Directors**

Sd/-

**P.K.R.K. Menon**  
Company Secretary

**Place :** Mumbai

**Date :** 9<sup>th</sup> August, 2018



**Venue : 35th AGM (2017-18) - Route Map**



**Date: 08-09-2018**  
**Time: 12:00 noon**

**Venue:**  
**Registered Office**  
**Eastcoast Steel Ltd.**  
**Pillaiyarkuppam Post**  
**Bahour Commune**  
**Pondicherry - 607 403.**