



# A-ONE STEELS INDIA LIMITED

(Formerly known as A-One Steels India Private Limited and A-One Steel and Alloys Private Limited)

**Registered Office :** A One House No. 326,  
CQAL Layout, Ward No.08, Sahakar Nagar,  
Bengaluru - 560092 Karnataka, India  
**Phone:** 080-45646000  
**Email:** info@aonesteelgroup.com  
**Web:** www.aonesteelgroup.com  
**CIN :** U28999KA2012PLC063439

## NOTICE

NOTICE is hereby given that the 13<sup>th</sup> Annual General Meeting of the Members of A-ONE STEELS INDIA LIMITED (FORMERLY KNOWN AS A-ONE STEELS INDIA PRIVATE LIMITED AND A-ONE STEEL AND ALLOYS PRIVATE LIMITED) will be held on Thursday, 28<sup>th</sup> August 2025 at 4.00 P.M at the registered office of the Company Situated at A One House, No. 326, CQAL Layout Ward No. 08, Sahakar Nagar Bengaluru - 560092 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Standalone and Consolidated Financial Statements of the company for the year ended March 31, 2025 and the Report of the Auditor's and Board of Directors' attached thereon.
2. To appoint a director in place of Mr. Sunil Jallan (DIN 02150846)-Whole-Time Director, who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a director in place of Mr. Uma Shankar Goyanka (DIN 08146785)-Whole-Time Director, who retires by rotation and being eligible, offers himself for reappointment.

### SPECIAL BUSINESS:

#### 4. RATIFICATION OF THE PAYMENT OF REMUNERATION TO COST AUDITORS

To consider, if thought fit, to pass with or without modification(s), following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs. 80,000 plus applicable taxes and out of pocket expenses payable to the Cost Auditors, M/s. Vishwanath Bhat & Co, Cost Accountants (FRN: 100509), Bangalore appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2025-26 be and is hereby approved and ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**5. APPROVAL FOR APPOINTMENT OF CS VENKATA SUBBARAO KALVA-PRACTICING COMPANY SECRETARY AS SECRETARIAL AUDITOR OF THE COMPANY:**

To consider, if thought fit, to pass with or without modification(s), following resolution as **an Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the members be and is hereby accorded for appointment of CS Venkata Subbarao Kalva, Practicing Company Secretary (FCS: 12205 CP: 18667 Peer Review: 2739/2022) as the Secretarial Auditor of the Company for a period of five (5) years, commencing on 01<sup>st</sup> April 2025, until 31<sup>st</sup> March 2030, to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution.

By Order of the Board

For **A-ONE STEELS INDIA LIMITED**

Sd/-

**(SANDEEP KUMAR)**

Managing Director

DIN: 02112630

**Address: Tower-3-39B, 39th Floor**

**SNN Clermont, outer ring road**

**Nagavara, Bangalore North-560045**

Date: 01.08.2025

Place: Bengaluru

**Note:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING (EGM) IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTYEIGHT HOURS BEFORE THE COMMENCEMENT OF MEETING.**

A person can act as proxy on behalf of members not exceeding fifty in number 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 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.

An authorized representative of a body corporate or president of India or of a Governor of State, holding shares in the company may appoint a proxy under their stamp and signatures.

Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.

2. Members/ Proxies should bring the attendance slips duly filled in and signed for attending the Meeting.
3. The Statutory Registers required to be kept open for inspection under the Act read with rules made thereunder at AGM of the Company, will be available for inspection by the members at the AGM.
4. Members desirous of seeking any information relating to any matter(s) specified in the aforesaid proposed resolutions, may write to the Company at registered office address, for the attention of the Board of Directors, at least one day in advance of the Meeting so that requisite information can be made available at the Meeting.
5. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registrar Office of the Company during normal business hours (09.30 am to 5.00 pm) on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company.
6. The notice of AGM will be available on Companies website <https://aonesteelgroup.com>.
7. Explanatory statement pursuant to section 102 of the Companies Act, 2013 is annexed herewith.
8. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto.
9. The Company has taken the Benpos of shareholders data as on Friday August 01, 2025 for the purpose of ascertaining the details of the shareholders entitled and eligible to receive the notice of this Annual General Meeting along with entitled to vote in the Annual General Meeting either by way of show of hands or by poll, as the case may be.
10. In compliance of applicable provisions of Companies Act, 2013 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government the details pertaining to the directors proposed to be appointed/reappointed are also enclosed with the notice of ensuing Annual General Meeting.

**EXPLANATORY STATEMENT**  
**(Pursuant to Section 102 of the Companies Act, 2013)**

**ITEM NO. 04:**

The Board has approved the appointment and payment of remuneration to M/s. Vishwanath Bhat & Co, Cost Accountants (FRN: 100509), Bangalore, as the Cost Auditor to conduct the audit of the cost records of the company for the financial year ending March 31, 2026.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be approved and ratified by the shareholders of the company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending March 31, 2026.

All documents referred to in the Agenda No.04 shall be open for inspection at the Registrar Office of the Company during normal business hours (09.30 am to 5.00 pm) on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company.

None of the Directors of the company/their relatives are, in any way, concerned or interested financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

**ITEM NO 05:**

This explanatory statement is provided in accordance with Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting. Since, company is in the process of IPO, it is proposed to appoint Secretarial Auditor for CS Venkata Subbarao Kalva, Practicing Company Secretary (FCS: 12205 CP: 18667 Peer Review: 2739/2022) as the Secretarial Auditor of the Company for a period of five (5) years, commencing on

01<sup>st</sup> April 2025, until 31<sup>st</sup> March 2030. The appointment is subject to shareholders' approval at the Annual General Meeting.

While recommending CS Venkata Subbarao Kalva for appointment, the Board and the Audit Committee evaluated various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the Company's business segments, its industry standing, the clientele it serves, and its technical expertise.

Mr. Venkata Subbarao Kalva is a Fellow Member of ICSI, a Law and Commerce graduate from Nagarjuna University, and holds an MBA from Pondicherry University. With over 23 years of professional experience, he specializes in Corporate Laws, Insolvency & Bankruptcy Code, Valuation, Legal Advisory, and Business Setup. He is a certified Insolvency Professional and Registered Valuer (Securities or Financial Assets) with IBBI, and also qualified for the Independent Directors Databank of IICA, currently serving as Independent director on the boards of two companies. A former Chairman and current Managing Committee Member of the ICSI Bengaluru Chapter, he is also Vice-President of the Bangalore Valuers Association. Actively involved in professional development, he frequently contributes as a speaker and faculty in Company Law for CS and CA students.

The terms and conditions of CS Venkata Subbarao Kalva appointment include a tenure of five years, from 01<sup>st</sup> April 2025, until 31<sup>st</sup> March 2030. Furthermore, the Board of Directors of the Company will be authorized through above resolution to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors. The proposed fees are determined based on the scope of work, team size, industry experience, and the time and expertise required by CS Venkata Subbarao Kalva to conduct the audit effectively.

CS Venkata Subbarao Kalva has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, the consent of the shareholders is sought for the appointment of CS Venkata Subbarao Kalva as the Secretarial Auditors of the Company. The Board of Directors recommends the resolution for approval by the Members, as set out at Item No. 5 of the Notice.

All documents referred to in the Agenda No.05 shall be open for inspection at the Registrar Office of the Company during normal business hours (09.30 am to 5.00 pm) on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company.

None of the Directors of the company/their relatives are, in any way, concerned or interested financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

By Order of the Board

For **A-ONE STEELS INDIA LIMITED**

**Sd/-**

**(SANDEEP KUMAR)**

Managing Director

DIN: 02112630

**Address: Tower-3-39B, 39th Floor**

**SNN Clermont, outer ring road**

**Nagavara, Bangalore North-560045**

Date: 01.08.2025

Place: Bengaluru



## ANNEXURE

**Details of the Directors retiring by rotation, seeking appointment / re-appointment in the 13<sup>th</sup> Annual General Meeting of the Company to be held on, Thursday, 28<sup>th</sup> August 2025, to be provided pursuant to the provisions of Companies Act, 2013 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government are provided herein below:**

Particulars	Mr. Sunil Jallan (DIN 02150846)	Mr. Uma Shankar Goyanka (DIN 08146785)
Age	<b>52 years</b>	<b>44 years</b>
Qualification	<b>Graduate</b>	<b>Post Graduate</b>
Experience (including expertise in specific functional area)/Brief Resume	Mr. Sunil Jallan is the co-founder and director of A-One Steel Group. From implementing the company's vision to overseeing all business operations and ventures. Mr. Sunil Jallan lends his expertise to each major business aspect of the group – from business strategy, operations, sales and marketing, finance, and accounts objectives. Responsible for the successful leadership and management of the company, Mr. Sunil Jallan implements comprehensive business plans, enhances the company culture, and ensures a safe working environment.	Mr. Uma Shankar Goyanka is the director of A-One Steel Group. He is responsible for the day-to-day leadership and management of the company. From making decisions in matters affecting operations and production to implementing strategy, he takes the lead responsibility for the smooth routine functioning of the group. Mr. Umashankar Goenka ensures that the company stays aligned with its vision of Rashtra Nirman Mein Samarpit and reaches new heights every day.
Terms and Conditions of Reappointment	As per Companies Act, 2013, and other applicable laws	As per Companies Act, 2013, and other applicable laws
Remuneration last drawn	Consolidated Remuneration of Rs. 1,44,00,000/- P.A	Consolidated Remuneration of Rs. 18,00,000/- P.A
Remuneration proposed to be paid	Consolidated Remuneration of Rs. 1,44,00,000/- P.A	Consolidated Remuneration of Rs. 18,00,000/- P.A
Date of first appointment on the Board	<b>09/04/2012</b>	<b>06/04/2022</b>
Shareholding in the Company	20737640 Equity Shares of Rs. 10 each	<b>0</b>
Relationship with other Directors/Key Managerial Personnel	<b>Brother of Mr. Sandeep Kumar who is Managing Director of the company</b>	<b>NA</b>
Number of meetings of the Board attended during the financial year	<b>26</b>	<b>08</b>
Directorships of other Boards	1. A-ONE GOLD STEELS INDIA PRIVATE LIMITED	<b>NA</b>

	<ul style="list-style-type: none"> <li>2. A-ONE GOLD PIPES AND TUBES PRIVATE LIMITED</li> <li>3. VANYA STEELS PRIVATE LIMITED</li> <li>4. A-ONE GOLD RETAIL PRIVATE LIMITED</li> <li>5. A ONE SIGNAPORE PTE LTD</li> <li>6. A-ONE DEFENCE AND AEROSPACE PRIVATE LIMITED</li> </ul>	
<b>List of the Committee of Board of Directors (across all other companies) in which Chairmanship/ Membership is held</b>	<b>05</b>	<b>0</b>





**Form No. MGT-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: U28999KA2012PLC063439

Name of the company: A-ONE STEELS INDIA LIMITED

Registered office: A One House, No. 326, CQAL Layout Ward No. 08, Sahakar

Nagar, Bangalore, Bengaluru, Karnataka, India, 560092

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:DP

ID:

I/ We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name: .....

Address:

E-mail Id:

Signature:....., or failing him

2. Name: .....

Address:

E-mail Id:

Signature:....., or failing him

3. Name: .....

Address:

E-mail Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the  
.....Annual general meeting/ Extraordinary general meeting of the company, to be  
held on the ..... day of..... At .....a.m. /  
p.m. at.....(place) and at any adjournment thereof in respect of  
such resolutions as are indicated below:

Resolution No.

1.....

2.....

3.....

Affix  
Revenue  
Stamp

Signed this..... day of..... 20....

Signature of shareholder

ATTENDANCE SLIP

13<sup>th</sup> Annual General Meeting  
CIN:- U28999KA2012PLC063439  
A-ONE STEELS INDIA LIMITED

A One House, No. 326, CQAL Layout Ward No. 08, Sahakar Nagar, Bangalore, Bengaluru, Karnataka,  
India, 560092

NAME (IN BLOCK LETTERS)	
ADDRESS	
REGISTERED FOLIO NO. / DP ID & CLIENT ID	
SHAREHOLDER / PROXY/ AUTHORISED REPRESENTATIVE	

I/We hereby record my/our presence at the 13<sup>th</sup> Annual General Meeting of the Company being held on Thursday, 28<sup>th</sup> August 2025 at 04.00 P.M at the Registered office of the Company Situated at A One House No.326, Ward No. 08, CQAL Layout, Sahakar Nagar Bengaluru - 560092.

Signature of Shareholder / Proxy / Authorised Representative

**Note:** Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.