

PRABHU STEEL INDUSTRIES LIMITED

OFFICE : Old Motor Stand, Itwari, Nagpur - 440 008. Tel.No.0712-2768745,47,49

Stockyard : 159-160, Small Factory Area, Bagadganj, Nagpur - 440 008.

E mail : prabhusteel.1972@gmail.com, Website : www.prabhusteel.in

CINNo : L28100MH1972PLC015817

Date: 07.09.2021

To,
Department of Corporate Services,
BSE LIMITED
P. J. Towers, Dalal Street,
Mumbai - 400001.

Scrip Code: 506042

Sub: Outcome of the Meeting of Board of Directors held on Tuesday, 7th September, 2021 at 05:00 P.M.

Dear Sir/Madam,

Pursuant to Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III of the said Regulations, we inform you that the Board of Directors of the Company at its meeting held today, i.e., Tuesday, September 7, 2021, inter alia, has approved the following items:

1. Fixed the Date, Time and Venue of 49th Annual General Meeting (AGM) as Thursday, 30th September, 2021 at 11:00 A.M. at Plot No 158 Small Factory Area Bagadganj Nagpur 440008.
2. Considered and Approved the Director's Report for the Financial Year ended 31st March, 2021 and Draft Notice of 49th Annual General Meeting of the Company.
3. Fixed the Cut- off date 23rd September, 2021 to determine the entitlement of voting rights of members for E-voting and Fixed commencement and closing date for E-voting i.e., from Monday, 27th September 2021 to Wednesday, 29th September 2021.
4. Considered and Approved the Appointment of M/S Jaymin Modi & Co as the Scrutinizer of the 49th Annual General Meeting of the Company to be held on 30th September, 2021.
5. In Compliance with the provisions of Regulation 42 of the listing regulations, we hereby inform you that Board of Directors in their meeting held on Tuesday, September 7, 2021 has decided that the Register of Members & share Transfer Books of the Company will remain closed from Friday, 24th September 2021 to Thursday, 30th September 2021 (both days inclusive) for the purpose of Annual General Meeting (AGM) of the Company to be held on 30th September, 2021.
6. Considered and Approved the Calendar of Events for 49th Annual General Meeting of the Company.
7. Considered and approved the selling off a part of Company's plot/Land pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013.
8. Considered and Approved Re-appointment of Mr. Harish Agrawal (holding DIN: 00291083) as Whole-Time Director of the Company.

9. Considered and Approved Re-appointment of Mr. Dinesh Agrawal (holding DIN: 00291086) as Managing Director of the Company.

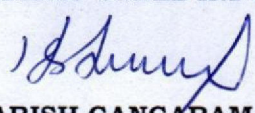
Enclosure:

- Draft Notice of 49th Annual General Meeting of the Company to be held on 30th September, 2021.

We further inform you that the Board Meeting commenced at 05:00P.M.today and concluded at 07:00P.M.

Kindly take same on your records.

Thanking You,
FOR **PRABHU STEEL INDUSTRIES LIMITED**


MR. HARISH GANGARAM AGARWAL
DIRECTOR
DIN: 00291083



NOTICE

PRABHU STEEL INDUSTRIES LIMITED

(CIN: L28100MH1972PLC015817)

**Registered Office: Near Old Motor Stand, Itwari, Nagpur – 440008.
Maharashtra. India.**

Website: www.prabhusteel.in | E-mail: prabhu.steel@yahoo.com |

NOTICE IS HEREBY GIVEN THAT THE 49TH ANNUAL GENERAL MEETING OF THE MEMBERS OF PRABHU STEEL INDUSTRIES LIMITED TO BE HELD AT PLOT NO 158 SMALL FACTORY AREA BAGADGANJ NAGPUR 440008 ON THURSDAY , SEPTEMBER 30th, 2021, AT 11:00 A.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2021 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Dinesh Gangaram Agrawal, Managing Director (DIN: 00291086) who retires by rotation and being eligible offered himself for re-appointment.
3. To appoint a Director in place of Mr. Harish Agrawal, Executive Director (DIN: 00291083) who retires by rotation and being eligible offered himself for re-appointment.

SPECIAL BUSINESS:

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

Item No. 4: To re-appoint Mr. Dinesh Agrawal (holding DIN: 00291086) as Managing Director of the Company.

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 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made there under, as amended from time to time, read with Schedule V to the Act, regulation 17 (6) of SEBI (Listing Obligations & Disclosures Requirements),

Regulations, 2015 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification thereto from time to time or any re-enactment thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Dinesh Agrawal as Managing Director of the Company for a period of 3 Consecutive Years with effect from the conclusion of this AGM with maximum remuneration of 15,00,000/- (Rupees Fifteen Lakhs) per annum and upon the other terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the period of 3 (Three) consecutive years from the date of his appointment), with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Dinesh Agrawal."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to take such steps as may be necessary for obtaining necessary statutory approvals, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

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

Item No. 5: To re-appoint Mr. Harish Agrawal (holding DIN: 00291083) as Whole Time Director of the Company.

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 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there under, as amended from time to time, read with Schedule V to the Act, regulation 17 (6) of SEBI (Listing Obligations & Disclosures Requirements), Regulations, 2015 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification thereto from time to time or any re-enactment thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Harish Agrawal as Whole Time Director of the Company for a period of 3 Consecutive Years with effect from the conclusion of this AGM with maximum remuneration of 15,00,000/- (Rupees Fifteen Lakhs) per annum and upon the other terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the period of 3 (Three) consecutive years from the date of his appointment), with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Harish Agrawal."

“RESOLVED FURTHER THAT the Board be and is hereby authorised to take such steps as may be necessary for obtaining necessary statutory approvals, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

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

**Registered Office:
OLD MOTOR STAND ITWARI,
NAGPUR – 440008**

**By order of the Board
For Prabhu Steel Industries Limited**

Sd/-
Dinesh Gangaram Agrawal
Managing Director
DIN- 00291086

Sd/-
Harish Agrawal
Director
DIN-00291083

Place: Nagpur
Date: 07.09.2020

NOTES:

1. A shareholder entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on poll on behalf of him and the proxy need not be a member of the Company. The instrument of proxy in order to be effective, must be deposited at the Corporate Office of the Company, duly completed and signed, not less than 48 hours before the commencement of meeting. A person can act as proxy on behalf of shareholders not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the company.
2. In terms of the provisions of section 152 of the Companies Act, 2013, Mr. Dinesh Agrawal, Managing Director & Mr. Harish Agrawal Whole Time Director retires by rotation at the AGM. Nomination and Remuneration Committee and the Board of Directors of the Company recommend their re-appointment. Details of the Directors retiring by rotation/ seeking re-appointment at the ensuing meeting are provided in the “Annexure” to the Notice.
3. Corporate shareholders intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
5. The register of directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, and the register of contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. The cutoff date for dispatch of Annual Reports to shareholders is **08th September 2021**.
7. The Register of Members and the Share Transfer Books of the Company will remain closed from, **Friday, 24th September 2021 to Thursday, 30th September 2021** (both days inclusive). For the purpose of Annual General Meeting for the financial year ended 31st March 2021.
8. Notice of the AGM along with the Annual Report 2020-2021 is also being sent through electronic mode to those Members whose email address is registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-2021 will also be available on the Company's website www.prabhusteel.in website of the Stock Exchange, i.e on BSE Limited at

www.bseindia.com. For receiving all communication (including Annual Report) from the Company electronically members are requested to register/update their email addresses with the relevant Depository Participant.

9. Pursuant to section 108 of the Companies Act, 2013, read with rules 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer voting by electronic means to the members to cast their votes electronically on all resolutions set forth in this notice. The detailed instructions for e-voting are given separately.
10. Shareholders/proxies are requested to bring their copies of the Annual Report to the AGM and the attendance slip duly filled in for attending the AGM.
11. Shareholders are requested to intimate, immediately, any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts.
12. 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 their PAN to their depository participants with whom they are maintaining their demat accounts.
13. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in Form No. SH-13 to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling / varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH- 14, to the Registrar and Transfer Agent of the Company.
14. All documents referred to in the accompanying notice will be available for inspection at the corporate office of the company during business hours on all working days up to the date of declaration of the result of the 49th AGM of the Company.
15. In case of joint holders attending the AGM, the shareholder whose name appears as the first holder in the order of name appears as per the Register of Members of the Company will be entitled to vote.
16. The Route map to the venue of the AGM is published in the Annual Report.
17. Members can opt for one mode of voting i.e. either by physical ballot or through e-voting. If Members opt for e-voting then do not vote by Physical Ballot or vice versa. However, in case Members cast their vote both by Physical Ballot and e-voting, then voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.

GUIDELINES FOR ELECTRONIC VOTING:

Pursuant to provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is pleased to provide e-voting facility to the shareholders to cast their vote on all resolutions set forth in the notice convening the 49th Annual General Meeting (AGM) to be held on **Thursday, 30th September 2021, at 11.00 A.M.** The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility.

The Members whose names appear in the Register of Members / List of Beneficial Owners as on **23rd September 2021** (cut-off date), are entitled to vote on the resolutions set forth in this Notice. The e-voting period will commence on **Monday, 27th September 2021** at 9.00 a.m. and will end on **Wednesday, 29th September 2021** at 5.00 p.m. During this period, shareholders of the Company, as on the cutoff date may cast their vote electronically.

The e-voting module shall be disabled by NSDL for voting thereafter. Members will not be able to cast their votes electronically beyond the date and time mentioned above. The Company has appointed **Mr. Jaymin Modi & Co**, Practicing Company Secretaries Firm, Mumbai, to act as the Scrutinizer, to scrutinize the electronic voting process and poll at the Annual General Meeting (AGM) in fair and transparent manner.

The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereunder. The shareholders who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but will not be entitled to cast their vote again. The facility for voting through ballot paper will be made available at the AGM venue and the shareholders attending the AGM, who have not cast their vote by remote e-voting will be able to exercise their right at the AGM venue through ballot paper.

Shareholders, who have not cast their vote electronically, by remote e-voting, may only cast their vote at the AGM through ballot paper. At the AGM, at the end of discussion on the resolutions on which voting is to be held, the Chairman, with the assistance of the scrutinizer, will order voting through ballot paper for all those shareholders who are present at the AGM but have not cast their votes electronically using the remote e-voting facility

The Scrutinizer shall immediately after the conclusion of voting at the meeting, first count the votes casted at the meeting, thereafter unblock the votes casted through remote e-voting in the presence of at least 2 witnesses not in the employment of the

Company and make, not later than 2 days of conclusion of the meeting and after scrutinizing such votes received shall make a Scrutinizer's report of the votes cast in favor or against or invalid votes in connection with the resolution(s) mentioned in the Notice of the Meeting and submit the same forthwith to the Chairman of the Company.

The Results along with Scrutinizer's report shall be declared on the website of the Company and be placed on the Stock Exchanges. The Resolutions shall be deemed to be passed, if approved, on the date of AGM.

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

The remote e-voting period begins on 27TH September, 2021 at 9:30 A.M. and ends on 29th September, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September 2021.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click

securities in demat mode with NSDL.	on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. 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. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to

	register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

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

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

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

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

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given

below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
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'.
If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period. Now you are ready for e-Voting as the Voting page opens.
3. 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.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.

5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. 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 csjayminmodi@gmail.com with a copy marked to 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 to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to prabhu.steel@yahoo.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to prabhu.steel@yahoo.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Assuring you of our best services,

Regards,
e-Voting support desk
National Securities Depository Limited (www.nsdl.co.in)

Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Mr. Dinesh Agrawal	Mr. Harish Agrawal
Date of Birth	22-03-1966	10-07-1963
Date of appointment	16.12.2013	25.03.2008
Expertise in specific functional area	Expertise in Steel and Steel Products	Expertise in Steel and Steel Products
Qualifications	Graduate	Graduate
Other Companies in which Directorship is held as on March 31, 2021	4	3
Chairman of Committees formed by Board of Other Companies on which he is a Director as on March 31, 2021	Nil	Nil
Members of Committees formed by Board of Other Companies on which he is a Director as on March 31, 2021	Nil	Nil
Shareholding in the Company as on March 31, 2021	44050	45350

Registered Office:
OLD MOTOR STAND ITWARI,
NAGPUR - 440008

By order of the Board
For Prabhu Steel Industries Limited

Sd/-
Dinesh Gangaram Agarwal
Managing Director
DIN- 00291086

Sd/-
Harish Agarwal
Director
DIN-00291083

Place: Nagpur
Date: 07.09.2020

**EXPLANATORY STATEMENT IN ACCORDANCE WITH SECTION 102 OF THE
COMPANIES ACT, 2013.**

Item No. 4

Mr. Dinesh Agrawal aged 55 years having over 32 years of industry experience. Considering his knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Dinesh Agrawal should be available to the Company for a further period of 3 (Three) consecutive years with effect from the conclusion of this AGM. In terms of the provisions of the Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors have, at their meetings held on 07th September appointed him as Executive/Whole Time Director of the Company for a period of 3 (Three) consecutive years.

The main terms and conditions for the appointment of Mr. Dinesh Agrawal as Managing Director are as follows:-

TERMS & CONDITIONS

I. General information:		
(1) Nature of industry	Iron& Steel Interim Products	
(2) Date or expected date of commencement of commercial production	Company was incorporated on 17/01/1975. The Company had already commenced commercial production.	
(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable	
(4) Financial performance	PBT for past 3 years is as follows:	
	Year	Amount in Rs.
	2020-21	-23,78,888/-
	2019-20	8,21,704/-
	2018-19	28,82,857/-
(5) Foreign investments or collaborations, if any.	The Company has not entered into any material Foreign collaboration and no direct capital investment has been made in the company. Foreign Investors, mainly comprising NRIs, FIIs and/or Foreign Nationals are investors in the Company on account of past issuances of securities/secondary market purchases. The Company has no subsidiaries / holding companies / Joint Ventures as on 31.03.2021.	
II. Information about the appointee:		
(1) Background details	Mr. Dinesh Agrawal aged 58 years.	
(2) Past remuneration	Rs. 9,00,000/- for F.Y. 2020-21	
(3) Recognition or awards	None.	
(4) Job profile and his suitability	Mr. Dinesh Agrawal, aged 58 years, has wide experience knowledge of various aspects relating to	

	the Company's affairs and long business experience and will perform such duties as shall from time to time be entrusted to him by the Board of Directors subject to superintendence, guidance and control of the Board of Directors.
(5) Remuneration proposed	Salary: Rs. 15,00,000/- p.a. Perquisites: Subject to a ceiling of 20% of Annual Salary per annum. Provident Fund: Company's contribution subject to ceiling of 12 % of the salary. Gratuity: Not to exceed half month's salary for each completed year of service as may be permissible under the Income Tax Act, 1961 or the rules framed there under. Medical benefit: For self and family reimbursement of expenses actually incurred the total cost of which to the Company shall not exceed one month's salary in a block of three years. Leave: One month's leave with pay for every eleven months of service. Leave Travel: For self, wife and dependent children to and from any place in India once in a year, subject to the condition that only actual fares will be paid and no hotel expenses etc will be allowed. Conveyance: Free use of Company's car with driver. The monetary value of the perquisite will be evaluated as per Income tax Rules, 1962. Personal Accident: Personal Accident Insurance of an amount the premium of which does not exceed Rs.1000/- per annum. Telephone: Free telephone facility at residence. Club: Fee of club subject to a maximum of two club, provided that no life membership or admission fees is payable. House Rent Allowance : Rs.50,000/- per month Provided that the total amount of Managerial Remuneration including the above benefits and perquisites (excluding exempted Perquisites such as Provident Fund, Contribution, Gratuity and Leave Encashment as defined in Part II of Section II (B) of Chapter XIII) shall not exceed Rs. 2,50,000/- per month.

(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The salary proposed is comparable to the industry.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Dinesh Agrawal is the promoter Director of the Company and holds 44050 equity shares.
III. Other information:	
(1) Reasons of loss or inadequate profits	The company had halted its business activities as with the limited volumes of business post COVID and other challenges, the business has lost its viability, for a time period in its business operations.
(2) Steps taken or proposed to be taken for improvement.	The Company has taken various initiatives. It is expected that the performance of Company will further improve during the coming years.

Item No. 5

Mr. Harish Agrawal aged 58 years having over 35 years of industry experience. Considering his knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Harish Agrawal should be available to the Company for a further period of 3 (Three) consecutive years with effect from conclusion of this AGM. In terms of the provisions of the Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors have, at their meetings held on 07th September appointed him as Managing Director of the Company for a period of 3 (Three) consecutive years.

The main terms and conditions for the appointment of Mr. Harish Agrawal as Whole Time Director are as follows:-

TERMS & CONDITIONS

I. General information:		
(1) Nature of industry	Iron& Steel Interim Products	
(2) Date or expected date of commencement of commercial production	Company was incorporated on 17/01/1975. The Company had already commenced commercial production.	
(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable	
(4) Financial performance	PBT for past 3 years is as follows:	
	Year	Amount in Rs.
	2020-21	-23,78,888/-
	2019-20	8,21,704/-
	2018-19	28.82,857/-

(5) Foreign investments or collaborations, if any.	The Company has not entered into any material Foreign collaboration and no direct capital investment has been made in the company. Foreign Investors, mainly comprising NRIs, FIIs and/or Foreign Nationals are investors in the Company on account of past issuances of securities/secondary market purchases. The Company has no subsidiaries / holding companies / Joint Ventures as on 31.03.2021.
II. Information about the appointee:	
(1) Background details	Mr. Harish Agrawal aged 58 years.
(2) Past remuneration	Rs. 9,00,000/- for F.Y. 2020-21
(3) Recognition or awards	None.
(4) Job profile and his suitability	Mr. Harish Agrawal, aged 58 years, has wide experience knowledge of various aspects relating to the Company's affairs and long business experience and will perform such duties as shall from time to time be entrusted to him by the Board of Directors subject to superintendence, guidance and control of the Board of Directors.
(5) Remuneration proposed	Salary: Rs. 15,00,000/- p.a. Perquisites: Subject to a ceiling of 20% of Annual Salary per annum. Provident Fund: Company's contribution subject to ceiling of 12 % of the salary. Gratuity: Not to exceed half month's salary for each completed year of service as may be permissible under the Income Tax Act, 1961 or the rules framed there under. Medical benefit: For self and family reimbursement of expenses actually incurred the total cost of which to the Company shall not exceed one month's salary in a block of three years. Leave: One month's leave with pay for every eleven months of service. Leave Travel: For self, wife and dependent children to and from any place in India once in a year, subject to the condition that only actual fares will be paid and no hotel expenses etc will be allowed. Conveyance: Free use of Company's car with driver. The monetary value of the perquisite will be evaluated as per Income tax Rules, 1962. Personal Accident: Personal Accident Insurance of an amount the premium of which does not exceed Rs.1000/- per annum.

	Telephone: Free telephone facility at residence. Club: Fee of club subject to a maximum of two club, provided that no life membership or admission fees is payable. House Rent Allowance : Rs.50,000/- per month Provided that the total amount of Managerial Remuneration including the above benefits and perquisites (excluding exempted Perquisites such as Provident Fund, Contribution, Gratuity and Leave Encashment as defined in Part II of Section II (B) of Chapter XIII) shall not exceed Rs. 2,50,000/- per month.
(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The salary proposed is comparable to the industry.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Harish Agrawal is the promoter Director of the Company and holds 45350 equity shares.
III. Other information:	
(1) Reasons of loss or inadequate profits	The company had halted its business activities as with the limited volumes of business post COVID and other challenges, the business has lost its viability, for a time period in its business operations.
(2) Steps taken or proposed to be taken for improvement.	The Company has taken various initiatives. It is expected that the performance of Company will further improve during the coming years.

Registered Office:
NEAR OLD MOTOR STAND ITWARI,
NAGPUR - 440008

By order of the Board
For Hariyana Ventures Limited

Sd/-
Harish Agrawal
Managing Director
DIN- 00291083

Sd/-
Dinesh Agrawal
Director
DIN-00291086

Place: Nagpur
Date: 07.09.2021

ATTENDANCE SLIP

49th ANNUAL GENERAL MEETING ON 30th SEPTEMBER, 2021

Name and Address of Shareholder	Folio No.
No. of Shares	Client ID

I hereby record my presence at the 49th Annual General Meeting of the Company at PLOT NO 158 SMALL FACTORY AREA BAGADGANJ NAGPUR 440 008 ,on 30th September, 2021, 11.00 A.M.

Signature of the Shareholder or Proxy

Email Address:

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 at the meeting.

Electronic Voting Event Number (EVEN)	USER I'D	PASSWORD

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]

Name of the Member(s):	
Registered address:	
E-mail Id:	
Folio No. / Client Id & DP. Id:	

I/We.....being a member / members holding.....shares of PRABHU STEEL INDUSTRIES LIMITED hereby appoint:

1	Name:	Address:
	Email ID:	Signature:
2	Name:	Address:
	Email ID:	Signature:
3	Name:	Address:
	Email 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 of the company, to be held on Thursday, September 30, 2021 **at 11:00 A.M. at PLOT NO 158 SMALL FACTORY AREA BAGADGANJ NAGPUR 440 008 and** at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No	Description.	No. of shares held	FOR	AGAINST

1	To Receive, Consider and Adopt the Profit and Loss Account of the Company for the year ended 31st March, 2021 and Balance Sheet as at that date, Cash Flow statement for the year ended 31st March, 2021 and Report of the Directors and Auditors thereon.			
2	To appoint a Director in place of Mr. Dinesh Gangaram Agarwal, Managing Director (DIN:00291086) who retires by rotation and being eligible offered himself for re-appointment.			
3	To appoint a Director in place of Mr. Harish Agrawal, Executive Director (DIN:00291083) who retires by rotation and being eligible offered himself for re-appointment.			
4	To re-appoint Mr. Dinesh Agrawal (holding DIN: 00291086) as Managing Director of the Company.			
5	To re-appoint Mr. Harish Agrawal (holding DIN: 00291083) as Whole Time Director of the Company.			

Signed this 30th day of September, 2021

Signature(s) of the Shareholder(s).....

Signature of Proxy Holder.....

Notes: 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.

FORM – MGT -12**BALLOT PAPER/POLLING PAPER**

Name(s) of Member(s) : (In BLOCK/CAPITAL LETTERS)	
Registered Address :	
DP ID / Client ID* or Registered Folio No :	
No. of equity shares held :	

***Applicable in case of Share held in electronic form**

I/We hereby exercise my/our vote in respect of the following resolution(s) as set out in the Notice of 49th Annual General Meeting of Company scheduled to be held on Thursday, 30th September, 2021 **at 11:00 A.M. at PLOT NO 158 SMALL FACTORY AREA BAGADGANJ NAGPUR 440 008**, which is proposed to be placed for consideration of members at the aforesaid Annual General Meeting of the Company, by conveying my/our assent and/or dissent to the said Resolution(s) in the relevant box as stated here in below:

Reso No.	Resolution	No. of Equity Share(s) held	I/We assent to the resolution (For)*	I/We dissent to the resolution (Against)*
Ordinary Businesses				
1.	To Receive, Consider and Adopt the Profit and Loss Account of the Company for the year ended 31st March, 2021 and Balance Sheet as at that date, Cash Flow statement for the year ended 31st March, 2021 and Report of the Directors and Auditors thereon.			
2.	To appoint a Director in place of Mr. Dinesh Gangaram Agarwal, Managing Director (DIN: 00291086) who retires by rotation and being eligible offered himself for re-appointment.			
3.	To appoint a Director in place of Mr. Harish Agrawal, Executive Director (DIN: 00291083) who retires by rotation and being eligible offered himself for re-appointment.			

4.	To re-appoint Mr. Dinesh Agrawal (holding DIN: 00291086) as Managing Director of the Company.			
5.	To re-appoint Mr. Harish Agrawal (holding DIN: 00291083) as Whole Time Director of the Company.			

*Please put a tick mark (✓) in appropriate column against the resolution(s) indicated above. In case of member/proxy wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns 'For' and/or 'Against'.

Place:

Date:

Signature of Member

**ROUTE MAP TO THE VENUE OF THE 49th ANNUAL GENERAL MEETING
ON THURSDAY, 30TH SEPTEMBER, 2021 AT 11.00 A.M.**

