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 Extra Ordinary General Meeting (**"EGM"**) 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)**(the **"Company"**) will be held on Monday, 03rd March 2025 at 5.00 P.M. (IST) 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 businesses:

SPECIAL BUSINESS:

1. To Approve to Advance Any Loan/Give Guarantee/Provide Security Under Section 185 of the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, the following resolution as a **special resolution**:

"**RESOLVED THAT** in supersession of the earlier resolution passed by the members in the Extra-Ordinary General Meeting of the Company held on 14th February, 2022 and pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") (including any statutory modifications or re-enactments thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and approval of the members be and is hereby accorded to the Board for advancing loan(s) in one or more tranches including loan represented by way of book debt to, and/or giving guarantee(s), and/or providing security(ies) in connection with any loan taken/to be taken by any company(ies) which are group companies, associate companies, joint venture companies or subsidiary companies of the Company or any other person in which any of the Directors of the Company is interested as specified in the explanation to section 185(2) of the Act, of an aggregate amount not exceeding Rs. 1000 crores (Rupees One Thousand Crores only) during a financial year, in its absolute discretion deem beneficial and in the best interest of the Company;

RESOLVED FURTHER THAT this resolution shall remain in full force and effect until amended or rescinded by the Board and a new resolution is passed by the members in this connection, considering the then financial performance of the Company, growth in the Indian hospitality sector and the Indian economic conditions;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the director of the Company, be and is hereby severally authorized to negotiate, finalize and agree to the terms and conditions of the aforesaid loans/guarantees/securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all such acts, deeds or things incidental or expedient thereto and filing the same with the Registrar of Companies, or any other authorities concerned through prescribed form or e-form to give effect to this resolution."

2. To approve and ratified the related party transactions with Vanya Steels Private Limited and in this regard to consider and if thought fit, to pass, the following resolution as an **Ordinary resolution**:

"**RESOLVED THAT**, pursuant to provisions of Section 188 of the Companies Act, 2013 read with Companies (Meeting of the Board and its powers) Rules 2014 as amended from time to time, and all other applicable provisions, if any, Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and, approval of the members be and is hereby accorded for ratification and also to enter into following related party transactions for the F. Y 2024-25 in excess of limit prescribed under Rule 15 (3)(a) of companies (Meetings of Board and its Powers) Rules,2014;

Name of Related Party and Nature of Relationship	Nature of Transaction	Duration/Particulars/Material Terms of Contact and Arrangement	Amount (Rs.) 2024-25
M/s. vanya Steels Private Limited 1. Mr. Sunil Jallan, Director of the company. 2. Mr. Sandeep Kumar, Director of the Company. 3. Mr. Kamaldeep Singh, Additional Director of the Company	Purchase of Goods	On need basis	Rs. 150 Crores
	Sale of Goods	On need basis	Rs. 250 Crores
	Sale of Assets	On need basis	Rs. 10 Crores
	Purchase of assets	On need basis	Rs. 10 Crores

4. Ms. Pooja Sara Nagaraja-Company Secretary 5.subsidiary company.			

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.

3. to approve and ratified the related party transactions with A-One Gold Pipes and Tubes Private Limited and in this regard to consider and if thought fit, to pass, the following resolution as an **Ordinary resolution:**

"**RESOLVED THAT**, pursuant to provisions of Section 188 of the Companies Act, 2013 read with Companies (Meeting of the Board and its powers) Rules 2014 as amended from time to time, and all other applicable provisions, if any, Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee, approval of the members be and is hereby accorded for ratification and also to enter into following related party transactions for the F. Y 2024-25 in excess of limit prescribed under Rule 15 (3)(a) of companies (Meetings of Board and its Powers) Rules,2014;

Name of Related Party and Nature of Relationship	**Nature of Transaction**	**Duration/Particulars/Material Terms of Contact and Arrangement**	**Amount (Rs.) 2024-25**
M/s. A-One Gold Pipes and Tubes Private Limited 1. Mr. Sunil Jallan, Director of the company. 2. Mr. Sandeep Kumar, Director of the Company 3. Mr. Kamaldeep Singh – Additional Director 4. Wholly-owned subsidiary Company	Purchase of Goods	On need basis	Rs. 150 Crores
	Sale of Goods	On need basis	Rs. 150 Crores
	Purchase and sale of Assets	On need basis	Rs. 10 Crores each

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.

4. to approve and ratified the related party transactions with Laksh Steels and in this regard to consider and if thought fit, to pass, the following resolution as an **Ordinary resolution:**

"**RESOLVED THAT**, pursuant to provisions of Section 188 of the Companies Act, 2013 read with Companies (Meeting of the Board and its powers) Rules 2014 as amended from time to time, and all other applicable provisions, if any, Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee, approval of the members be and is hereby accorded for ratification and also to enter into following related party transactions for the F. Y 2024-25 in excess of limit prescribed under Rule 15 (3)(a) of companies (Meetings of Board and its Powers) Rules,2014;

Name of Related Party and Nature of Relationship	Nature of Transaction	Duration/Particulars/Material Terms of Contact and Arrangement	Amount (Rs.) 2024-25
Laksh Steels – Partnership Firm. Mr. Krishan Kumar Jalan is partner who is father of Sunil Jallan and Sandeep Kumar	Purchase of goods	On need basis	Rs. 100 Crores
	Sale of goods	On need basis	Rs. 100 Crores
	Purchase and sale of Assets	On need basis	Rs. 1 Crore each

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.

5. to approve and ratified the related party transactions with **A One Gold Singapore Pte Ltd** and in this regard to consider and if thought fit, to pass, the following resolution as an **Ordinary resolution**

"**RESOLVED THAT**, pursuant to provisions of Section 188 of the Companies Act, 2013 read with Companies (Meeting of the Board and its powers) Rules 2014 as amended from time to time, and all other applicable provisions, if any, Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and, approval of the members be and is hereby accorded for ratification and also to enter into following related party transactions for the F. Y 2024-25 in excess of limit prescribed under Rule 15 (3)(a) of companies (Meetings of Board and its Powers) Rules,2014;

Name of Related Party and Nature of Relationship	**Nature of Transaction**	**Duration/Particulars/Material Terms of Contact and Arrangement**	**Amount (Rs.) 2024-25**
A One Gold Singapore Pte Ltd 1. Sunil Jallan-Director 2. Wholly-owned subsidiary company	Purchase of goods	On need basis	Rs. 200 Crores
	Sale of goods	On need basis	Rs. 200 Crores

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.

By Order of the Board of Directors
M/s A-One Steels India Limited

Sandeep Kumar
Managing Director
DIN:- 02112630

Place:- Bangalore
Date:- 07.02.2025

NOTES:

a) **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, AT ANY TIME 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 present of the total share capital of the company carrying voting rights. A member holding more 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.

b) Members/ Proxies should bring the attendance slips duly filled in and signed for attending the Meeting.

c) The Statutory Registers required to be kept open for inspection under the Act read with rules made thereunder at EGM of the Company, will be available for inspection by the members at the EGM.

d) Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of Board Resolution authorizing such a representative to attend and vote on their behalf at the meeting.

e) Members seeking any information with regard to any matter 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 days in advance of the Meeting so that requisite information can be made available at the Meeting.

f) 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 Extra Ordinary General Meeting of the Company.

g) Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file their nomination in the prescribed Form SH-13 with the Company's. In respect of shares held in electric/demat form, the nomination form may be filed with the respective Depository Participant.

h) Members who have not registered their E-mail address so far are requested to register their e-mail for receiving all communication including Annual Report, Notices and Circulars etc. from the company electronically. Members can do this by updating their email addresses with the company.

i) In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.

j) An explanatory statement pursuant to Section 102 of the Companies Act, 2013 is attached herewith.

k) The Company has taken the Benpos of shareholders data as on Friday February 07, 2025 for the purpose of ascertaining the details of the shareholders entitle and eligible to receive the notice of this Extra Ordinary General Meeting along with entitled to vote in the Extra Ordinary General Meeting either by way of show of hands or by poll, as the case may be.

l) The route map of the place of the meeting is annexed to this notice and forming the part of the notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No.1:- To Approve to Advance Any Loan/Give Guarantee/Provide Security Under Section 185 Of The Companies Act, 2013

In order to meet the working capital requirement of its Subsidiary or group companies, the company is proposed to give loan/guarantee along with the securities to be provided for the loan taken by the group entities from time to time as per the requirements. As per the provisions of Section 185 of the Companies Act, 2013 no company cannot advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security to other body corporate where directors are interested without obtaining prior approval of the shareholders.

In view of the above, as per the provisions of Section 185 of the Companies Act, 2013 it is proposed to obtain prior approval of the shareholders to advance loan (including working capital facilities), give guarantee and provide security upto Rs. 1000 Crores in excess of the limits prescribed under Section 186 of the Companies Act, 2013to following group entities in which directors of the Company is interested.

Sl. No	Name of the Company	Name of the Directors interested
01	A-One Steels India Limited	Mr. Sunil Jallan and Mr. Sandeep Kumar and Mr. Kamaldeep Singh
02	Vanya Steels Private Limited	Mr. Sunil Jallan and Mr. Sandeep Kumar and Mr. Kamaldeep Singh
03	A-One Gold Steels India Private Limited	Mr. Sunil Jallan and Mr. Sandeep Kumar
04	A-One Gold Pipes And Tubes Private Limited	Mr. Sunil Jallan , Mr. Sandeep Kumar and Mr. Kamaldeep Singh
05	A-One Gold Singapore Pte Ltd	Mr. Sunil Jallan
06	A-One Gold Retail Private Limited	Mr. Sunil Jallan and Mr. Sandeep Kumar

Accordingly, approval of the member is sought for the resolution set out in the Item No.1 as a Special Resolution.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives except Mr. Sandeep Kumar, Managing Director, Mr. Kamaldeep Singh, Director; Mr.

Sunil Jallan, Chairman and Whole Time Director and Ms. Pooja Sara Nagaraja, Company Secretary of the Company and their relatives, are in any way concerned or interested in the aforesaid ordinary resolution set out at Item No. 1 of this Notice, save and except to the extent of their Directorship/ Shareholding, if any, in the entity mentioned in the said resolution.

Item No.2:- To approve and ratified the related party transactions with Vanya Steels Private Limited :

As you are aware that the company is going for Initial Public Offer and planning to list the shares of the company on National Stock Exchange of India Limited and BSE Limited or such other exchanges as may be decided. Accordingly, considering good governance the board of the company proposes to take the approval in terms of the Companies Act, 2013 along with also complying SEBI (LODR) Regulations, 2015.

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board ofIndia (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) ₹1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company had entered and also proposes to enter into certain related party transaction(s), during Financial Year 2024-25, as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are within the limit the applicable materiality thresholds as mentioned above. However, for extra compliance purposes, approval of the Members is being sought for all such arrangements / transactions already entered and proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on February 07, 2025, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company.

Information required in terms of the applicable provisions of the Companies Act, 2013 along with other applicable provisions of the SEBI Listing Regulations read with SEBI Circular dated November 22, 2021, as the case may be, are provided herein below:

<table>
<tr><th>Sl No</th><th>Particulars</th><th colspan="5">Details</th></tr>
<tr><td>1</td><td>Name of the related party and nature of its interests</td><td colspan="5">Vanya Steels Private Limited.
Subsidiary Company. Mr. Sunil Jallan is common director and Mr. Sandeep Kumar is common director and shareholding interest</td></tr>
<tr><td>2</td><td>Name of the director or key managerial personnel who is related, if any; and Nature of Relationship</td><td colspan="5">Mr. Kamaldeep Singh; Mr. Sunil Jallan and Mr. Sandeep Kumar who are the Directors of the Company also holds directorship in the Subsidiary Company. Ms. Pooja Sara Nagaraja Company Secretary of the Company also the Company Secretary in the Subsidiary Company.</td></tr>
<tr><td rowspan="2">3</td><td rowspan="2">Type, tenure, material terms and Particulars and value of transactions</td><td>Nature</td><td>Material Terms</td><td>Monetary Value Amount (Rs.) 2024-25</td><td>The percentage of the entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction</td><td>Particulars of the Contract</td></tr>
<tr><td>Purchase of Goods</td><td>On need basis</td><td>Rs. 150 Crores</td><td>4.30%</td><td>No formal contract has been entered by the</td></tr>
</table>

						company. The transaction are in the ordinary course of business as and when required during the Financial Year.
		Sale of Goods	On need basis	Rs. 250 Crores	7.16%	No formal contract has been entered by the company. The transaction are in the ordinary course of business as and when required during the Financial Year.
		Sale of Assets	On need basis	Rs. 10 Crores	0.29%	No formal contract has been entered by the company. The transaction are in the ordinary course of business as and when required during the Financial Year.

		Purchase of assets	On need basis	Rs. 10 Crores	0.29%	No formal contract has been entered by the company. The transaction are in the ordinary course of business as and when required during the Financial Year.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the entity or its subsidiary: **i.** details of the source of funds in connection with the proposed transaction; **ii. where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,** • **nature of indebtedness;**	NOT APPLICABLE				

	• cost of funds; and **• tenure** **iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and** **iv. the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT**	
5	Justification as to why the RPT is in the interest of the entity	Through this Related Party Transactions both the holding Company and Subsidiary Company get the economies of scale along accordingly Company would have enter into related party transactions with the Vanya Steels Private Limited which is a Subsidiary Company and Mr. Sunil Jallan is common director and Mr. Sandeep Kumar is common director and having shareholding interest.
6	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
7	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

Accordingly, approval of the member is sought for the resolution set out in the Item No.2 as an **Ordinary Resolution**.

Details of equity shares held by the Directors in the related parties are as follows:

Name of the Related party	Mr. Sandeep Kumar		Mr. Sunil Jallan	
	No. of shares	**% of shares**	**No. of shares**	**% of shares**
A-One Steels India Limited	2,24,66,430	32.81	2,07,37,640	30.29
Vanya Steels Private Limited	1 as nominee of A-One Steels India Limited	0.00%	Nil	Nil
A-One Gold Pipes and Tubes Private Limited	1 as nominee of A-One Steels India Limited	0.00%	Nil	Nil
A-One Gold Steels India Private Limited	1 as nominee of A-One Steels India Limited	0.01%	Nil	Nil
A-One Gold Retail Private Limited	20000	40%	20000	40%

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives except Mr. Sandeep Kumar, Managing Director, Mr. Kamaldeep Singh, Director; Mr. Sunil Jallan, Chairman and Whole Time Director and Ms. Pooja Sara Nagaraja, Company Secretary of the Company and their relatives, are in any way concerned or interested in the aforesaid ordinary resolution set out at Item No. 2 of this Notice, save and except to the extent of their Directorship/ Shareholding, if any, in the entity mentioned in the said resolution.

Item No.3:- To approve and ratified the related party transactions with A-One Gold Pipes And Tubes Private Limited:

As you are aware that the company is going for Initial Public Offer and planning to list the shares of the company on National Stock Exchange of India Limited and BSE Limited or such other exchanges as may be decided. Accordingly, considering good governance the board of the company proposes to take the approval in terms of the Companies Act, 2013 along with also complying SEBI (LODR) Regulations, 2015.

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) ₹1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company had entered and also proposes to enter into certain related party transaction(s), during Financial Year 2024-25, as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are within the limit of the applicable materiality thresholds as mentioned above. For extra compliances purposes, approval of the Members is being sought for all such arrangements / transactions already entered and proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on February 07, 2025, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company.

Information required in terms of the applicable provisions of the Companies Act, 2013 along with other applicable provisions of the SEBI Listing Regulations read with SEBI Circular dated November 22, 2021 is provided herein below:

Sl No	**Particulars**	**Details**
1	**Name of the related party and nature of its interests**	A-One Gold Pipes and Tubes Private Limited. Wholly-owned Subsidiary Company. Mr. Sunil Jallan is common director and Mr. Sandeep Kumar is common director and shareholding interest
2	**Name of the director or key managerial personnel who is**	Mr. Sunil Jallan and Mr. Sandeep Kumar and Mr. Kamaldeep Singh who are the directors of the Company also holds directorship in the Subsidiary Company.

	related, if any; and Nature of Relationship					
3	**Type, tenure, material terms and Particulars and value of transactions**	**Nature**	**Material Terms**	**Monetary Value Amount (Rs.) 2024-25**	**The percentage of the entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction**	**Particulars of the Contract**
		Purchase of Goods	On need basis	Rs. 150 Crores	4.30%	No formal contract has been entered by the company. The transaction are in the ordinary course of business as and when required during the Financial Year.
		Sale of Goods	On need basis	Rs. 150 Crores	4.30%	No formal contract has been entered by the company. The transaction are in the ordinary

						course of business as and when required during the Financial Year.
		Purchase and sale of Assets	On need basis	Rs. 10 Crores each	0.29%	No formal contract has been entered by the company. The transaction are in the ordinary course of business as and when required during the Financial Year.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the entity or its subsidiary: **i.** details of the source of funds in connection with the proposed transaction; **ii. where any financial indebtedness is incurred to make or give loans,**	NOT APPLICABLE				

	inter-corporate deposits, advances or investments, **• nature of indebtedness;** **• cost of funds; and** **• tenure** **iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and** **iv. the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT**	
5	Justification as to why the RPT is in the interest of the entity	Through this Related Party Transactions both the holding Company and wholly-owned Subsidiary Company get the economies of scale along accordingly Company would have enter into related party transactions with the A-One Gold Pipes and Tubes Private Limited which is a Wholly- Subsidiary Company and Mr. Sunil Jallan is common director and Mr. Sandeep Kumar is common director and having shareholding interest.
6	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable

7	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

Accordingly, approval of the member is sought for the resolution set out in the Item No.3 as an **Ordinary Resolution**.

Details of equity shares held by the Directors in the related parties are as follows:

Name of the Related party	**Mr. Sandeep Kumar**		**Mr. Sunil Jallan**	
	No. of shares	**% of shares**	**No. of shares**	**% of shares**
A-one Steels India Limited	2,24,66,430	32.81	2,07,37,640	30.29
Vanya Steels Private Limited	1 as nominee of A-One Steels India Limited	0.01%	Nil	Nil
A-One Gold Pipes and Tubes Private Limited	1 as nominee of A-One Steels India Limited	0.01%	Nil	Nil
A-One Gold Steels India Private Limited	1 as nominee of A-One Steels India Limited	0.01%	Nil	Nil
A-One Gold Retail Private Limited	20000	40%	20000	40%

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives except Mr. Sandeep Kumar, Managing Director, Mr. Kamaldeep Singh, Director; Mr. Sunil Jallan, Chairman and Whole Time Director and their relatives, are in any way concerned or interested in the aforesaid ordinary resolution set out at Item No. 3 of this Notice, save and except to the extent of their Directorship/ Shareholding, if any, in the entity mentioned in the said resolution.

Item No.4:- To approve and ratified the related party transactions with Laksh Steels:

As you are aware that the company is going for Initial Public Offer and planning to list the shares of the company on National Stock Exchange of India Limited and BSE Limited or such other exchanges as may be decided. Accordingly, considering good governance the board of the company proposes to take the approval in terms of the Companies Act, 2013 along with also complying SEBI (LODR) Regulations, 2015.

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) ₹1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company had entered and also proposes to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are within the limit of the applicable materiality thresholds as mentioned above. For extra compliances purposes, approval of the Members is being sought for all such arrangements / transactions already entered and proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on February 07, 2025, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company.

Information required in terms of the applicable provisions of the Companies Act, 2013 along with other applicable provisions of the SEBI Listing Regulations read with SEBI Circular dated November 22, 2021 as the case may be is provided herein below:

Sl No	Particulars	Details				
1	**Name of the related party and nature of its interests**	Laksh Steels. Mr. Krishan Kumar Jalan partner of Laksh steels and who is father of Mr. Sunil Jallan and Mr. Sandeep Kumar				
2	**Name of the director or key managerial personnel who is related, if any; and Nature of Relationship**	Mr. Sunil Jallan and Mr. Sandeep Kumar. Mr. Krishan Kumar Jalan who is partner of Laksh steels is father of Mr. Sunil Jallan and Mr. Sandeep Kumar				
3	**Type, tenure, material terms and Particulars and value of transactions**	**Nature**	**Material Terms**	**Monetary Value Amount (Rs.) 2024-25**	**The percentage of the entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction**	**Particulars of the Contract**
		Purchase of Goods	On need basis	Rs. 100 Crores	2.87%	No formal contract has been entered by the company. The transaction are in the ordinary course of business as and when required during the

						Financial Year.
		Sale of Goods	On need basis	Rs. 100 Crores	2.87%	No formal contract has been entered by the company. The transaction are in the ordinary course of business as and when required during the Financial Year.
		Purchase and sale of Assets	On need basis	Rs. 1 Crores each	0.03%	No formal contract has been entered by the company. The transaction are in the ordinary course of business as and when required during the Financial Year.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the entity or its subsidiary:	NOT APPLICABLE				

	i. details of the source of funds in connection with the proposed transaction; **ii. where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,** **• nature of indebtedness;** **• cost of funds; and** **• tenure** **iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and** **iv. the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT**	
5	Justification as to why the RPT is in	Through this Related Party Transactions both entities get the economies of scale along accordingly Company would have

	the interest of the entity	enter into related party transactions with the Laksh Steels - partnership firm. Mr. Krishan Kumar Jalan is partner of Laksh Steels is father of Mr. Sunil Jallan and Mr. Sandeep Kumar.
6	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
7	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

Accordingly, approval of the member is sought for the resolution set out in the Item No.4 as an **Ordinary Resolution**.

Details of equity shares held by the Directors in the related parties are as follows:

Name of the Related party	**Mr. Sandeep Kumar**		**Mr. Sunil Jallan**	
	No. of shares	**% of shares**	**No. of shares**	**% of shares**
A-one Steels India Limited	2,24,66,430	32.81	2,07,37,640	30.29
Vanya Steels Private Limited	1 as nominee of A-One Steels India Limited	0.01%	Nil	Nil
A-One Gold Pipes and Tubes Private Limited	1 as nominee of A-One Steels India Limited	0.01%	Nil	Nil
A-One Gold Steels India Private Limited	1 as nominee of A-One Steels India Limited	0.01%	Nil	Nil
A-One Gold Retail Private Limited	20000	40%	20000	40%

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives except Mr. Sandeep Kumar, Managing Director, Mr. Sunil Jallan, Chairman and Whole Time Director of the Company and their relatives, are in any way concerned or interested in the aforesaid ordinary resolution set out at Item No. 4 of this Notice, save and except to the extent of their Directorship/ Shareholding, if any, in the entity mentioned in the said resolution.

Item No.5:- To approve and ratified the related party transactions with A One Gold Singapore Pte Ltd:

As you are aware that the company is going for Initial Public Offer and planning to list the shares of the company on National Stock Exchange of India Limited and BSE Limited or such other exchanges as may be decided. Accordingly, considering good governance the board of the company proposes to take the approval in terms of the Companies Act, 2013 along with also complying SEBI (LODR) Regulations, 2015.

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) ₹1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company had entered and also proposes to enter into certain related party transaction(s) during Financial Year 2024-25 as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are within the limit of the applicable materiality thresholds as mentioned above. For extra compliances purposes, approval of the Members is being sought for all such arrangements / transactions already entered and proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on February 07, 2025, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company.

Information required in terms of the applicable provisions of the Companies Act, 2013 along with other applicable provisions of the SEBI Listing Regulations read with SEBI Circular dated November 22, 2021 is provided herein below:

<table>
<tr><th>Sl No</th><th>Particulars</th><th colspan="5">Details</th></tr>
<tr><td>1</td><td>Name of the related party and nature of its interests</td><td colspan="5">A-One Gold Singapore Pte Ltd.
Wholly-Owned Subsidiary Company and Mr. Sunil Jallan is Common Director</td></tr>
<tr><td>2</td><td>Name of the director or key managerial personnel who is related, if any;</td><td colspan="5">Mr. Sunil Jallan who is the Director of the Company also holds directorship in the Wholly-owned Subsidiary Company.</td></tr>
<tr><td rowspan="2">3</td><td rowspan="2">Type, tenure, material terms and Particulars and value of transactions</td><td>Nature</td><td>Material Terms</td><td>Monetary Value Amount (Rs.) 2024-25</td><td>The percentage of the entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction</td><td>Particulars of the Contract</td></tr>
<tr><td>Purchase of Goods</td><td>On need basis</td><td>Rs. 200 Crores</td><td>5.73%</td><td>No formal contract has been entered by the company. The</td></tr>
</table>

						transaction are in the ordinary course of business as and when required during the Financial Year.
		Sale of Goods	On need basis	Rs. 200 Crores	5.73%	No formal contract has been entered by the company. The transaction are in the ordinary course of business as and when required during the Financial Year.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the entity or its subsidiary: **i.** details of the source of funds in connection with the proposed transaction; **ii. where any financial indebtedness**	NOT APPLICABLE				

	is incurred to make or give loans, inter-corporate deposits, advances or investments, **• nature of indebtedness;** **• cost of funds; and** **• tenure** **iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and** **iv. the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT**	
5	Justification as to why the RPT is in the interest of the entity	Through this Related Party Transactions both the holding Company and Wholly-owned Subsidiary Company get the economies of scale along accordingly Company would have enter into related party transactions with the A-One Gold Singapore Pte Ltd-wholly owned subsidiary company and Mr. Sunil Jallan is common director.
6	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable

7	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

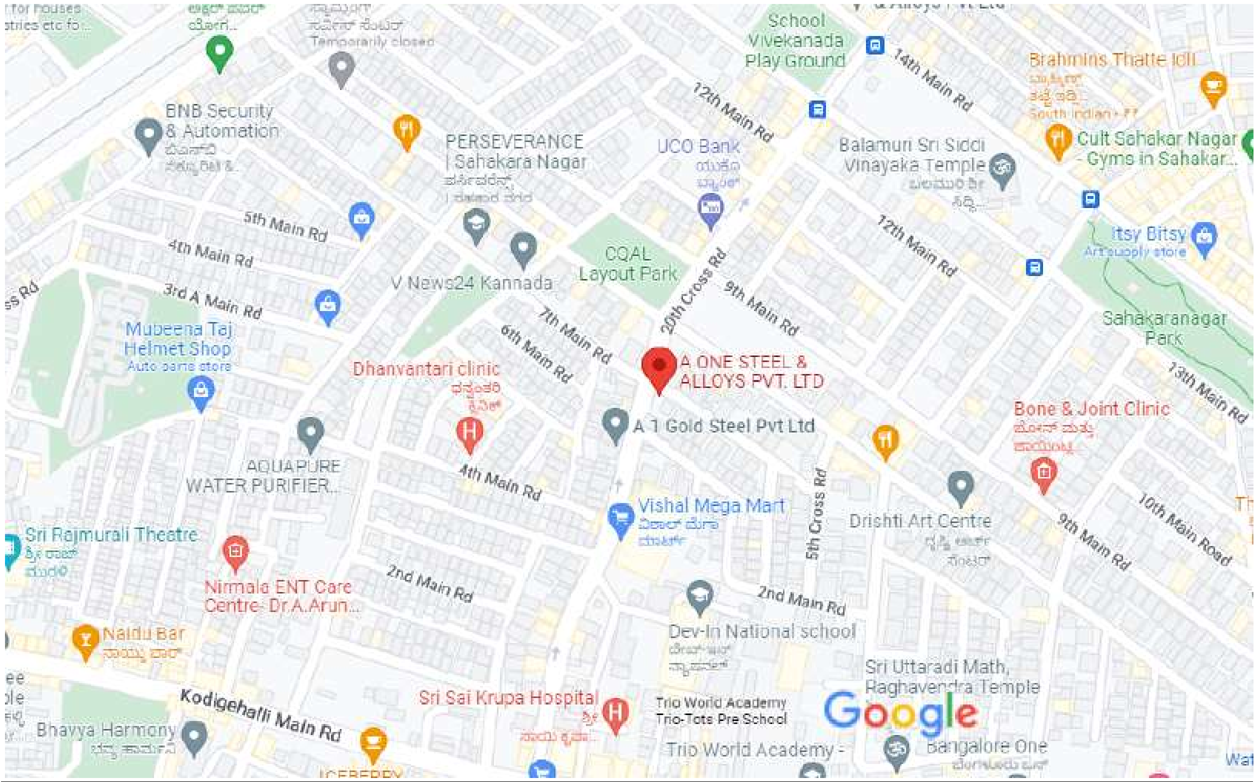
Accordingly, approval of the member is sought for the resolution set out in the Item No.5 as an **Ordinary Resolution**.

Details of equity shares held by the Directors in the related parties are as follows:

Name of the Related party	**Mr. Sandeep Kumar**		**Mr. Sunil Jallan**	
	No. of shares	**% of shares**	**No. of shares**	**% of shares**
A-one Steels India Limited	2,24,66,430	32.81	2,07,37,640	30.29
Vanya Steels Private Limited	1 as nominee of A-One Steels India Limited	0.01%	Nil	Nil
A-One Gold Pipes and Tubes Private Limited	1 as nominee of A-One Steels India Limited	0.01%	Nil	Nil
A-One Gold Steels India Private Limited	1 as nominee of A- One Steels India Limited	0.01%	Nil	Nil
A-One Gold Retail Private Limited	20000	40%	20000	40%

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives except Mr. Mr. Sunil Jallan, Chairman and Whole Time Director of the Company and their relatives, are in any way concerned or interested in the aforesaid ordinary resolution set out at Item No. 5 of this Notice, save and except to the extent of their Directorship/ Shareholding, if any, in the entity mentioned in the said resolution.

ROUTE MAP


A ONE STEEL &
ALLOYS PVT. LTD
A 1 Gold Steel Pvt Ltd
Vishal Mega Mart
CQAL
Layout Park
20th Cross Rd
9th Main Rd
7th Main Rd
6th Main Rd
4th Main Rd
2nd Main Rd
5th Cross Rd
12th Main Rd
14th Main Rd
13th Main Rd
10th Main Road
5th Main Rd
4th Main Rd
3rd A Main Rd
Kodigehalli Main Rd
UCO Bank
PERSEVERANCE
| Sahakara Nagar
V News24 Kannada
BNB Security
& Automation
Dhanvantari clinic
AQUAPURE
WATER PURIFIER...
Mubeena Taj
Helmet Shop
Auto parts store
Sri Rajmurali Theatre
Nirmala ENT Care
Centre- Dr.A.Arun...
Naidu Bar
Bhavya Harmony
Sri Sai Krupa Hospital
Dev-In National school
Trio World Academy
Trio-Tots Pre School
Trio World Academy -
Sri Uttaradi Math,
Raghavendra Temple
Bangalore One
Drishti Art Centre
Bone & Joint Clinic
Sahakaranagar
Park
Itsy Bitsy
Art supply store
Balamuri Sri Siddi
Vinayaka Temple
Cult Sahakar Nagar
- Gyms in Sahakar...
Brahmins Thatte Idli
South Indian
School
Vivekanada
Play Ground
Temporarily closed
Google

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

A-One Steels India Limited

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 Extra Ordinary General Meeting of the company, to be held on Monday, 03rd March 2025 at 5.00 P.M at A One House, No. 326, CQAL Layout Ward No. 08, Sahakar Nagar, Bangalore, Bengaluru, Karnataka, India, 560092 and at any adjournment thereof:

Resolution(s):

Special Business:

Signed this…… day of……… 2024

Signature of shareholder holder(s)

Signature of Proxy

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, at any time before the commencement of the Meeting.

ATTENDANCE SLIP
CIN: U28999KA2012PLC063439

A-ONE STEELS INDIA LIMITED

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

Folio No:-…………………

No of Shares:-……………….

I/We hereby record my/our presence at the Extra-Ordinary General Meeting of the Company being held on Monday, 03rd March 2025 at 5.00 P.M at A One House, No. 326, CQAL Layout Ward No. 08, Sahakar Nagar, Bangalore, Bengaluru, Karnataka, India, 560092

A. Name(s) of the Member :

1. Mr./Ms. ……………………………………………………………………………………
……...
and Joint Holder(s)
2. Mr./Ms. ……………………………………………………………………………………
………....

(in block letters)

3. Mr./Ms. ……………………………………………………………………………………
………....

B. Address

C. Father's/Husband's Name (of the Member)

Mr.……………………………………………………………………………………………
………..

D. Name of Proxy
Mr./Ms.…………………………………………………………………………………………
………....

Signature of the Proxy

Signature(s) of Member and Joint Holder(s)

Note: Please complete the Attendance slip and hand it over at the Registration Counter at the venue