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, 22nd September 2025 at 4.00 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 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 all applicable provisions of the Companies Act 2013and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to recommendation and approval from the Audit Committee, approval of the shareholders be and are hereby accorded to enter into the following related part transactions during the F.Y 2025-26:

Name of Related Party and Nature of Relationship	**Nature of Transaction**	**Duration/ Particulars/ Material Terms of Contact and Arrangement**	**Amount (Rs.) 2025-26**
M/s. Vanya Steels Private Limited (Subsidiary Company)	Availing Security/Corporate Guarantee from the subsidiary company for the Loan facilities availed by the company	As per terms approved and Specified and mentioned in the respective Sanction letter of the Bank/ Financial Institution Agreed terms	Rs. 50 Crores
	Giving Loans/Advances to the Subsidiary Company i.e. Vanya Steels Private Limited	1. Unsecured borrowing of Rs. 50 crores during the financial year 2025-26, to Vanya Steels Private Limited, subsidiary company. 2. Interest will be payable @ 9.25% per annum, payable as mutually agreed. 3. The outstanding principal amount of loan, shall be repayable, in one or more tranches,	50 Crores

		within a period of 5 years.	

RESOLVED FURTHER THAT the Board of Director(s) of the Company (which the term shall include any board committee duly authorized by the Board) be and are hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements /transactions, settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

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

A-ONE STEELS INDIA LIMITED

Sandeep Kumar
Managing Director
DIN:- 02112630
Place:- Bangalore
Date:- 28/08/2025

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, ATLEAST 48 HOURS BEFORE THE COMMENCEMENT OF MEETING.**

A person can act as proxy on behalf of members not exceeding fifty in number and holding in the aggregate not more than ten 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 August 22, 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 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 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. As per SEBI (LODR) Regulations, 2015, 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.

Due to business requirements, on time to time basis, in ordinary course of business at arm's length basis, the Company require to enter into transactions with one of its subsidiary company named M/s Vanya Steels Private Limited.

In aforesaid subsidiary company the board of directors of the company named Mr. Sunil Jallan, Mr. Kamaldeep Singh and Mr. Sandeep Kumar also holds directorship in the aforesaid subsidiary company and also due to holding subsidiary relationship, the transactions with the Vanya Steels Private Limited, shall be considered as related party transactions.

Furthermore, considering the previous trends the estimated value of the transaction with related party i.e M/s Vanya Steels Private Limited for the F.Y 2025-26 will be in excess of limit prescribed under Rule 15 (3) of companies (Meetings of Board and its Powers) Rules,2014 read with applicable SEBI (LODR) Regulations, 2015.

The Board of Directors, on the recommendation of the Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on August 25th, 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 Master Circular No. **SEBI/HO/CFD/PoD2/CIR/P/0155** dated November 11, 2024, as the case may be, are provided herein below:

S. No.	**Particular**	**Details**	
1	Type, material terms and particulars of the proposed transaction	**Type of Proposed Transactions**	**Material Terms and particulars of Contact and Arrangement**
		Availing Security/Corporate Guarantee from the subsidiary company for the Loan facilities availed by the company	As per terms approved and Specified and mentioned the respective Sanction letter of the Bank/ Financial Institution Agreed terms
		Giving Loans/Advances to the Subsidiary Company i.e. Vanya Steels Private Limited	1. Unsecured borrowing of Rs. 50 crores during the financial year 2025-26, to Vanya Steels Private Limited, subsidiary company. 2. Interest will be payable @ 9.25% per annum, payable as mutually agreed. 3. The outstanding principal amount of loan, shall be repayable, in one or more tranches, within a period of 5 years.
2.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	1. Vanya Steels Private Limited Subsidiary Company 2. The board of directors of the company named Mr. Sunil Jallan, Mr. Kamaldeep Singh and Mr. Sandeep Kumar also holds	

<table>
<tr><td></td><td></td><td colspan="2">company</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (particular tenure shall be specified);</td><td colspan="2">The transaction(s) will be entered in one or more tranches during the Financial Year 2025-26</td></tr>
<tr><td rowspan="4">4.</td><td rowspan="4">Value of the proposed transaction;</td><td>Nature of Transaction</td><td>Value (Rs)
2025-26</td></tr>
<tr><td>Availing Security/Corporate Guarantee from the subsidiary company for the Loan facilities availed by the company</td><td>50 Crores</td></tr>
<tr><td>Giving Loans/Advances to the Subsidiary Company i.e. Vanya Steels Private Limited</td><td>50 Crores</td></tr>
<tr><td>5.</td><td>The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);</td><td colspan="2">(1) The estimated transaction value for Availing Security/Corporate Guarantee for the Loan facilities for F.Y 2025-26 represents 1.66% of Annual consolidated turnover of the company for F.Y 2024-25.
(2) The estimated transaction value for the Loan facilities for F.Y 2025-26 represents 1.66% of Annual consolidated turnover of the company for F.Y 2024-25.</td></tr>
<tr><td>6.</td><td>If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:
i. details of the source of funds in connection with the proposed transaction;
ii. where any financial</td><td colspan="2">1. Availing Security/Corporate Guarantee from the subsidiary company for the Loan facilities availed by the company:- The Subsidiary Company is giving security/guarantee for the loan availed by the company from the banks/financial institutions and hence not applicable for this transaction.
2. Giving Loans/Advances to the Subsidiary</td></tr>
</table>

	indebtedness is incurred to make or give loans, interoperate 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 utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Company i.e. Vanya Steels Private Limited:- The details as required pertaining to the transaction relating to the loan and advances given by the company to the subsidiary company are provided hereunder:- i. Internal Accruals ii. Not Applicable iii. Tenure-5 years Rate of interest -9.25% Repayment – yearly once iv. Repayment of unsecured loans from directors
7.	Justification as to why the RPT is in the interest of the listed entity;	1. Availing Security/Corporate Guarantee from the subsidiary company for the Loan facilities availed by the company:- The Company needs funds for working capital and capital expenditure to execute orders in hand for current financial year 2025- 26. The funds are being made available at the competitive rates from the banks/financial institutions. The arrangement is aimed at smooth operations and enhanced returns. 2. Giving Loans/Advances to the Subsidiary Company i.e. Vanya Steels Private Limited:- A-One Steels India Limited giving Loans and advances to Vanya Steels Private Limited for the purpose of meeting the working capital requirements of the subsidiary company as the amount of loan so given is used mainly for the purpose of repayment of unsecured loans availed by the subsidiary company from its directors.

8.	A copy of the valuation or other external party report, if any such report has been relied upon;	NIL
9.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	1. The estimated transaction value for Availing Security/Corporate Guarantee for the Loan facilities for F.Y 2025-26 represents 1.12% of Annual turnover of the Vanya Steels Private Limited for F.Y 2024-25. 2. The estimated transaction value for giving Loan facilities to the subisidary company for F.Y 2025-26 represents 1.12% of Annual turnover of the Vanya Steels Private Limited for F.Y 2024-25.
10.	Any other information that may be relevant.	NIL

Accordingly, approval of the member is sought for the resolution set out in the Item No.1 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%
A-One Defence and Aerospace Private Limited	25000	50%	25000	50%

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.

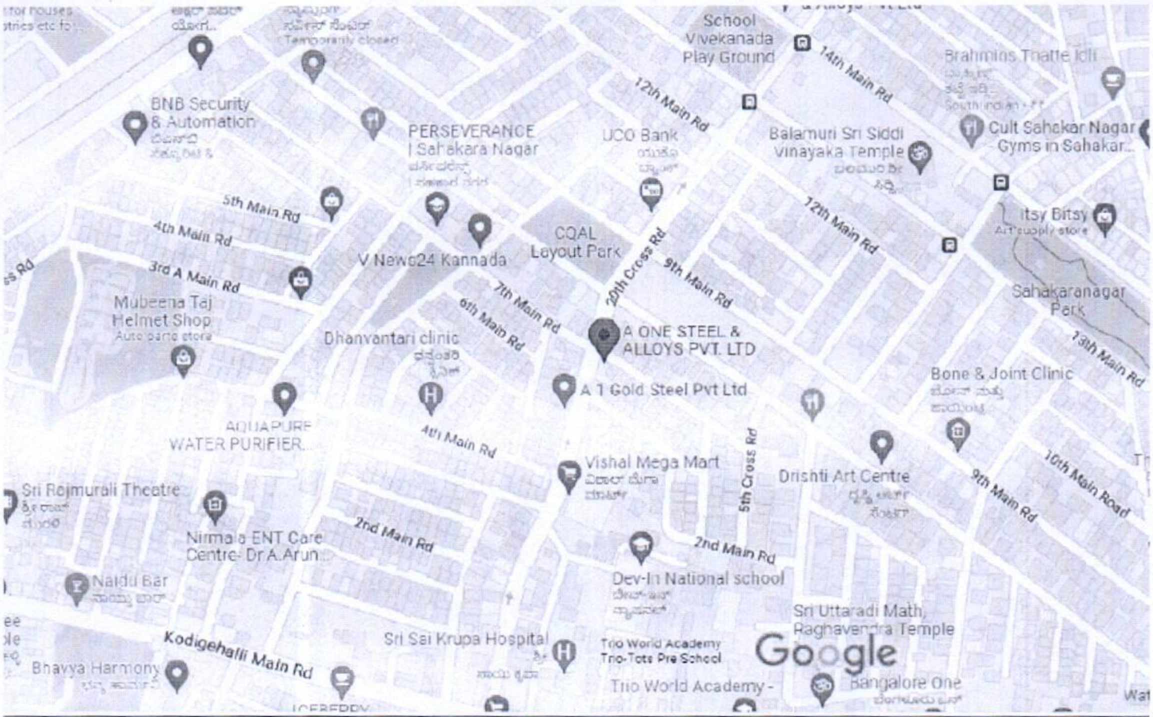
Your Board of Directors considered the same and recommends passing of the resolutions as set out in Item No 1 of this Notice for the approval of the members by way of Ordinary Resolution.

As per the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction shall abstain from voting on the said resolution.

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

Sandeep Kumar
Managing Director
DIN:- 02112630
Place:- Bangalore
Date:- 28/08/2025

ROUTE MAP



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

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, Ṣahakar 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, 22nd September 2025 at 4.00 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......... 2025

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, 22nd September 2025 at 4.00 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