

NOTICE OF 2/2025-26 EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that 2/2025-26 Extra-Ordinary General Meeting of BMM Ispat Limited will be held at shorter notice, on Thursday, 31st July, 2025 at 4.00 pm at the registered office of the Company at #114, Danapura Village, Hobli Mariyammanahalli, Hosapete Taluq, Vijayanagara (Formerly Ballari) District, Karnataka- 583222 to transact the following special businesses:

Item No.1: To approve revision in remuneration to Mr. Vimal Singh, Whole Time Director & CEO

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

“RESOLVED THAT pursuant to the provisions of Section 197, Section 198 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and Schedule V thereto (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) the Shareholders do and hereby approve revision in remuneration of Mr. Vimal Singh, Whole Time Director & CEO of the Company, with effect from 1st April, 2025:

(i) Gross Remuneration of Rs. 10,01,661/- (Rupees Ten Lakh One Thousand Six Hundred and Sixty One Only) per month aggregating to Rs.1,20,19,932/- (Rupees One Crore Twenty Lakh Nineteen Thousand Nine Hundred and Thirty Two Only) per annum;

(ii) Perquisites, benefits, and allowance (excluding the payment as mentioned below, at point no.iii) not exceeding Rs.35,00,000/- (Rupees Thirty Five Lakh Only) per annum; and

(iii) Payment of an amount upto Rs.40,00,000/- (Rupees Forty Lakh Only) which shall be equivalent to the value of shares, as on the date of vesting i.e., 7th August, 2025, under ‘Shri OP Jindal Employee Stock Appreciation Rights 2021 (ESAR), as per his eligibility i.e., towards his 2nd vesting, payable as on vesting date i.e., 7th August, 2025 and which forms part of his remuneration.

RESOLVED FURTHER THAT the Board of Directors are hereby authorised to do all such acts, deeds, things and matters that are necessary, expedient or incidental thereof.”

Item No.2: To re-appoint Mr. Vimal Singh, Whole Time Director

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

“RESOLVED THAT pursuant to the applicable provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies

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Vijayanagara District, Karnataka, India. t. +91 99723 09413 / 417 f. +91 80 3072 3604

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Corporate Office : 101, 1st Floor, Pride Elite, 10, Museum Road,
Bengaluru - 560 001 Karnataka, India, t. +91 80 4149 5660 / 1 / 3 f. +91 80 4149 5664
CIN : U13100KA2002PLC030365 Email: bmmispat@bmm.in Website: www.bmm.in



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(Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of Company and the Investment Agreement dated 4th March, 2020 and any amendments thereof, executed by and between the Company, Mr. Dinesh Kumar Singhi and Mrs. Snehalatha Singhi (collectively, the "Promoters") and JSW Projects Limited (the "Investor"), approval of the Shareholders be and is hereby accorded for re-appointment of Mr. Vimal Singh, (DIN: 08059827), as a Whole time Director of the Company, in continuation of the designation Chief Executive Officer (CEO), for a period of 3 (three) years with effect from 27th October, 2025 on the terms and conditions, including the remuneration terms, as set out in the Statement annexed to the Notice convening this meeting, with liberty to the Board of Directors, upon recommendation by the Nomination and Remuneration Committee, to alter and vary the terms and conditions of the said re-appointment. Mr. Vimal Singh, Whole time Director & CEO shall be liable to retire by rotation.

RESOLVED FURTHER THAT the managerial remuneration payable to Mr. Vimal Singh, Whole Time Director & CEO shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time and notwithstanding to the above, in the event of any loss or inadequacy of profits in any financial year of the Company during the tenure of Mr. Vimal Singh, Whole Time Director & CEO of the Company, the remuneration payable to him shall be in accordance with the limits prescribed in Schedule V read with Section 197 of the Companies Act, 2013 as may be approved by the Board, upon recommendation of the Nomination and Remuneration Committee, from time to time.

RESOLVED FURTHER THAT the Board of Directors are hereby authorised to do all such acts, deeds, things and matters that are necessary, expedient or incidental thereof."

Item No.3: To approve revision in remuneration to Mr. VVV Raju, Executive Director & CFO

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

"RESOLVED THAT pursuant to the provisions of Section 197, Section 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and Schedule V thereto (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) the Shareholders do and hereby approve revision in remuneration of Mr. VVV Raju, Executive Director & CFO of the Company, with effect from 1st April, 2025:

(i) Gross Remuneration of Rs. 15,86,809/- (Rupees Fifteen Lakh Eighty Six Thousand Eight Hundred and Nine Only) per month aggregating to Rs. 1,90,41,708/- (Rupees One Crore Ninety Lakh Forty One Thousand Seven Hundred and Eight Only) per annum; and



(ii) Perquisites, benefits, and allowance not exceeding Rs. 30,00,000/- (Rupees Thirty Lakh Only) per annum.

RESOLVED FURTHER THAT the Board of Directors are hereby authorised to do all such acts, deeds, things and matters that are necessary, expedient or incidental thereof.”

Item No.4: To re-appoint Mr. VVV Raju, Executive Director

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

“**RESOLVED THAT** pursuant to the applicable provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of Company and the Investment Agreement dated 4th March, 2020 and any amendments thereof, executed by and between the Company, Mr. Dinesh Kumar Singhi and Mrs. Snehalatha Singhi (collectively, the “Promoters”) and JSW Projects Limited (the “Investor”), approval of the Company be and is hereby accorded for the re-appointment of Mr. VVV Raju, (DIN: 07303177), as an Executive Director of the Company, in continuation of the designation Chief Financial Officer (CFO), for a period of 3 (three) years with effect from 1st October, 2025 on the terms and conditions, including the remuneration terms, as set out in the Statement annexed to the Notice convening this meeting, with liberty to the Board of Directors, upon recommendation by the Nomination and Remuneration Committee, to alter and vary the terms and conditions of the said re-appointment. Mr. VVV Raju, Executive Director & CEO shall be liable to retire by rotation.

RESOLVED FURTHER THAT the managerial remuneration payable to Mr. VVV Raju, Executive Director & CFO shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time and notwithstanding to the above, in the event of any loss or inadequacy of profits in any financial year of the Company during the tenure of Mr. VVV Raju, Executive Director & CEO of the Company, the remuneration payable to him shall be in accordance with the limits prescribed in Schedule V read with Section 197 of the Companies Act, 2013 as may be approved by the Board, upon recommendation of the Nomination and Remuneration Committee, from time to time.

RESOLVED FURTHER THAT the Board of Directors are hereby authorised to do all such acts, deeds, things and matters that are necessary, expedient or incidental thereof.”



Item No.5: To approve revision in remuneration to Mr. Rajendra Moondra, Whole Time Director

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

“RESOLVED THAT pursuant to the provisions of Section 197, Section 198 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and Schedule V thereto (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) the Shareholders do and hereby approve revision in remuneration of Mr. Rajendra Moondra, Whole Time Director of the Company, with effect from 1st April, 2025:

(i) Gross Remuneration of Rs. 6,61,132/- (Rupees Six Lakh Sixty One Thousand One Hundred and Thirty Two Only) per month aggregating to Rs. 79,33,584/- (Rupees Seventy Nine Lakh Thirty Three Thousand Five Hundred and Eighty Four Only) per annum;

(ii) Perquisites, benefits, and allowance (excluding the payment as mentioned below, at point no.iii) not exceeding Rs. 15,00,000/- (Rupees Fifteen Lakh Only) per annum; and

(iii) Payment of an amount upto Rs.19,00,000/- (Rupees Nineteen Lakh Only) which shall be equivalent to the value of shares, as on the date of vesting i.e, 7th August, 2025, under ‘Shri OP Jindal Samruddhi Plan 2021 (Samruddhi SAR)’, as per his eligibility i.e., towards his 1st vesting, payable as on vesting date i.e., 7th August, 2025 and which forms part of his remuneration.

RESOLVED FURTHER THAT the Board of Directors are hereby authorised to do all such acts, deeds, things and matters that are necessary, expedient or incidental thereof.”

Item No.6: To re-appoint Mr. Krishna Deshika, Independent Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014, and the Articles of Association of Company and the Investment Agreement dated 4th March, 2020 and any amendments thereof, executed by and between the Company, Mr. Dinesh Kumar Singhi and Mrs. Snehalatha Singhi (collectively, the “Promoters”) and JSW Projects Limited (the “Investor”), the re-appointment of Mr. Krishna Deshika (DIN: 00019307), as an Independent Director of the Company, be and is hereby approved, for a second term of 5 (five) consecutive years, w.e.f 27th October, 2025, that is, with no requirement to retire by rotation.

RESOLVED FURTHER THAT any Executive Directors or Company Secretary be and are hereby authorised to take such necessary steps, as may be required in this regards and to do all such acts,



deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

By order of the Board of Directors
For BMM Ispat Limited



Swetha S
Company Secretary
Memb. No.: F11494



Place: Danapura
Date: 31st July, 2025

Notes:

1. The statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
2. The meeting is being convened at short notice.
3. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. The proxy, in order to be effective, must be deposited at the registered office/corporate office of the Company before the commencement of the meeting.
Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.

Please Note: Above said proxy provisions are not applicable if 100% consent from the members to convene the meeting are received by the Company.

4. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send a certified true copy of the Board Resolution, authorising their representative to attend and vote on their behalf at the meeting. The same may be sent (in pdf format) to our email ID: csswetha@bmm.in.
5. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in demat form are requested to write their client ID and DP ID numbers and those who hold shares in physical

form are requested to write their Folio Number in the attendance slip for attending the Meeting. Attendance slip is attached to this Notice.

6. During the period 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 at any time during the business hours of the company. The Memorandum and Articles of Association of the Company and all documents referred to in the accompanying notice and statement setting out the material facts, either physically or electronically (request for the inspection to be sent through Shareholder's registered email ID to our email ID: csswetha@bmm.in), are available for inspection at the registered office of the Company and will also be available for inspection at the venue of the meeting for the duration of the meeting.
7. Members are requested to notify the Company, from their registered email ID, change in address, email ID, if any, quoting the registered folio number and pin code number, to our email: csswetha@bmm.in.
8. Members are requested to send their queries, if any, through their registered email ID to csswetha@bmm.in, well before time of the meeting so that information can be made available at the meeting.
9. Route-map to the venue of the Meeting is provided at the end of the Notice.
10. In terms of the General Circulars issued by Ministry of Corporate Affairs, the Extra-Ordinary General Meeting can be held through Video Conferencing (VC) / Other Audio Visual Mean (OAVM). Hence, any member intending to attend the meeting through VC/OAVM is requested to communicate the same to our below email ID or to the Company Secretary of the Company before the meeting time. Upon receipt of such request, the Company shall arrange for necessary facilities.

Our Email ID for sending the request is: csswetha@bmm.in

General instructions for participating in the General Meeting through VC/OAVM Facility:

- a. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. Physical attendance of those Members, who are opting to attend the meeting through VC/OAVM has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Extra-Ordinary General Meeting. Hence, the Proxy Form and Attendance Slip are not applicable to such Members.
- b. Members attending the Extra-Ordinary General Meeting through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- c. If the meeting is held through VC / OAVM and none of the members attend physically, the place of meeting shall be deemed to be the registered office.

STATEMENT SETTING OUT MATERIAL FACTS

As required by Section 102 of the Companies Act, 2013, the explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 1, 2, 3, 4, 5 & 6 of the accompanying Notice dated 31st July, 2025

Item No.1: To approve revision in remuneration to Mr. Vimal Singh, Whole Time Director & CEO

Mr. Vimal Singh is a Whole Time Director (WTD) and Chief Executive Officer (CEO) of the Company. He is appointed as Whole Time Director for a period of 5 (Five) years w.e.f 27th October, 2020. It is proposed to revise the remuneration of Mr. Vimal Singh, Whole Time Director & CEO w.e.f 1st April, 2025.

Pursuant to the provisions of Section 196, 197 and 198 of the Companies Act, 2013 read with Schedule V of the said Act, a company having inadequate/no profits may subject to certain conditions, including the passing of a special resolution, pay such remuneration as may be approved, to its managerial personnel.

For the financial year ended 31st March, 2025, the Company does not have profits due to market dynamics and therefore the revised remuneration payable to Mr. Vimal Singh, Whole Time Director & CEO would exceed the limits prescribed under the relevant provisions of the Companies Act, 2013. However, as per the provision of Schedule V of the Companies Act, 2013, by way of Shareholders' special resolution, the remuneration to managerial personnel can be revised. Hence, the approval of Shareholders, by way of special resolution, is being sought to revise the remuneration of Mr. Vimal Singh, Whole Time Director & CEO w.e.f 1st April, 2025 as below:

- (i) Gross Remuneration of Rs. 10,01,661/- (Rupees Ten Lakh One Thousand Six Hundred and Sixty One Only) per month aggregating to Rs.1,20,19,932/- (Rupees One Crore Twenty Lakh Nineteen Thousand Nine Hundred and Thirty Two Only) per annum;
- (ii) Perquisites, benefits, and allowance (excluding the payment as mentioned below, at point no.iii) not exceeding Rs.35,00,000/- (Rupees Thirty Five Lakh Only) per annum; and
- (iii) Payment of an amount upto Rs.40,00,000/- (Rupees Forty Lakh Only) which shall be equivalent to the value of shares, as on the date of vesting i.e, 7th August, 2025, under 'Shri OP Jindal Employee Stock Appreciation Rights 2021 (ESAR), as per his eligibility i.e., towards his 2nd vesting, payable as on vesting date i.e., 7th August, 2025 and which forms part of his remuneration.



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CIN : U13100KA2002PLC030365 Email: bmmispat@bmm.in Website: www.bmm.in



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The Board of Directors in their meeting held on 31st July, 2025, considering the recommendation of the Nomination and Remuneration Committee, has recommended Item no. 1 for the Shareholders' approval, by passing Special Resolution.

As per the requirement under Part II of the Schedule V of the Act, an Annexure containing the details required thereunder is attached to this Statement as **Annexure A**.

Except Mr. Vimal Singh, Whole Time Director & CEO, none of the Directors, Key Managerial Personnel of the Company or their relatives are considered to have concerned or interest financially or otherwise in the above resolution.

Item No.2: To re-appoint Mr. Vimal Singh, Whole Time Director

Mr. Vimal Singh was appointed as Whole Time Director of the Company, for a period of 5 years, with effect from 27th October, 2020 by the shareholders in 4/2020-21 Extra-Ordinary General Meeting held on 27th October, 2020. As such, his term will be ending as on 26th October, 2025. Hence, based on the recommendation of the Nomination and Remuneration Committee and subject to approval of the Shareholders, the Board of Directors in their meeting held on 31st July, 2025 has re-appointed Mr. Vimal Singh, as Whole Time Director for further period of 3 years with effect from 27th October, 2025, in continuation of the designation as Chief Executive Officer (CEO). The other terms of re-appointment are proposed to be the same as that of the existing terms. He shall be liable to retire by rotation.

Details of remuneration:

- (i) Gross Remuneration of Rs. 10,01,661/- (Rupees Ten Lakh One Thousand Six Hundred and Sixty One Only) per month aggregating to Rs.1,20,19,932/- (Rupees One Crore Twenty Lakh Nineteen Thousand Nine Hundred and Thirty Two Only) per annum and as may be revised from time to time;
- (ii) Perquisites, benefits, and allowance not exceeding Rs. 35,00,000/- (Rupees Thirty Five Lakh Only) per annum and as may be revised from time to time; and
- (iii) Payment of such sum equivalent to the value of shares, as on the date of vesting date, as per eligibility of Mr. Vimal Singh under 'Shri OP Jindal Employee Stock Appreciation Rights 2021 (ESAR) and any further payment(s) as per his eligibility and as may be approved from time to time, and which forms part of his remuneration.

Provided that in the event of inadequate profits/no profit, during the tenure of Mr. Vimal Singh, Whole Time Director & CEO, remuneration payable to him including such terms and conditions of this re-appointment, shall be as per the approval of the Board, which shall be after considering the recommendation of the Nomination and Remuneration Committee, from time to time.



Mr. Vimal Singh is an Engineer possess vast experience over 3 decades in the field of operations of Hot Strip Mill and Integrated Steel Plant. He has rich experience in leading the Integrated Steel Plant's Operations and stabilization, and also in leading various departments viz., Maintenance, Agglomeration, Commercial, etc.,. Considering his vast experience, it is proposed for his re-appointment as Whole Time Director, for a period of 3 years w.e.f 27th October, 2025, in continuation of designation of CEO.

Following are the details of the director seeking re-appointment at 2/2025-26 Extra-Ordinary General Meeting (pursuant to Clause 1.2.5 of Secretarial Standards on General Meetings):

Name of the Director	Mr. Vimal Singh
Date of Birth and Age	31 st March, 1970, 55 years
Educational Qualification	BE. Mec
Date of first appointment on the Board	As Whole Time Director: 27 th October, 2020 As Chief Executive Officer (CEO): 24 th June, 2022
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	NA
Shareholding in the company	NA
Experience	Over 3 Decades in the field of operations of Hot Strip Mill and Integrated Steel Plant.
Terms and conditions of appointment along with details of remuneration sought to be paid and the remuneration last drawn, if applicable	Terms and conditions of appointment along with details of remuneration sought to be paid: as stated above and as per the employment agreement. Remuneration last drawn: (i) Gross Remuneration of Rs. 9,23,524/- (Rupees Nine Lakh Twenty Three Thousand Five Hundred and Twenty Four Only) per month aggregating to Rs. 1,10,82,288/- (Rupees One Crore Ten Lakh Eighty Two Thousand Two Hundred and Eighty Eight Only) per annum; (ii) Perquisites, benefits, and allowance not exceeding Rs.30,00,000/- (Rupees Thirty Lakh Only) per annum; (iii) Payment of Rs.24,48,666/- (Rupees Twenty Four Lakh Forty Eight Thousand Six Hundred and Sixty Six Only) to Mr. Vimal Singh, an amount equivalent to the value of shares as per his eligibility under 'Shri OP Jindal Employee Stock Appreciation Rights 2021 (ESAR)' during FY 2024-25.



Number of Meetings of the Board attended during the year	During FY 2025-26: 3 (Three) meetings
Other Directorships, Membership/ Chairmanship of Committees on other Boards.	Nil

The Company has received consent letter, in form DIR-2, from Mr. Vimal Singh, Whole Time Director & CEO and he is not disqualified to be a Director as per the form DIR-8 received.

The Agreement to be executed between the Company and Mr. Vimal Singh, upon his re-appointment as Whole Time Director, in continuation of the designation as CEO, shall be placed before the meeting.

The Board of Directors in their meeting held on 31st July, 2025, considering the recommendation of the Nomination and Remuneration Committee, has recommended Item no. 2 for the Shareholders' approval, by way of special resolution.

As per the requirement under Part II of the Schedule V of the Act, an Annexure containing the details required thereunder is attached to this Statement.

Except Mr. Vimal Singh, Whole Time Director & CEO, none of the Directors, Key Managerial Personnel of the Company or their relatives are considered to have concerned or interest financially or otherwise in the above resolution.

Item No.3: To approve revision in remuneration to Mr. VVV Raju, Executive Director & CFO

Mr. VVV Raju, is an Executive Director and Chief Financial Officer (CFO) of the Company. He is appointed as Executive Director for a period of 3 (Three) years w.e.f 1st October, 2022. It is proposed to revise the remuneration of Mr. VVV Raju, Executive Director & CFO w.e.f 1st April, 2025.

Pursuant to the provisions of Section 196, 197 and 198 of the Companies Act, 2013 read with Schedule V of the said Act, a company having inadequate/no profits may subject to certain conditions, including the passing of a special resolution, pay such remuneration as may be approved, to its managerial personnel.

During the financial year ended 31st March, 2025, the Company does not have profits due to market dynamics and therefore the revised remuneration payable to Mr. VVV Raju, Executive Director & CFO would exceed the limits prescribed under the relevant provisions of the Companies Act, 2013. However, as per the provision of Schedule V of the Companies Act, 2013, by way of Shareholders' special resolution, the remuneration to managerial personnel can be revised. Hence, the approval of Shareholders, by way of special resolution, is being sought to revise the remuneration of Mr. VVV Raju, Executive Director & CFO w.e.f 1st April, 2025 as below:



(i) Gross Remuneration of Rs. 15,86,809/- (Rupees Fifteen Lakh Eighty Six Thousand Eight Hundred and Nine Only) per month aggregating to Rs. 1,90,41,708/- (Rupees One Crore Ninety Lakh Forty One Thousand Seven Hundred and Eight Only) per annum; and

(ii) Perquisites, benefits, and allowance not exceeding Rs. 30,00,000/- (Rupees Thirty Lakh Only) per annum.

The Board of Directors in their meeting held on 31st July, 2025, considering the recommendation of the Nomination and Remuneration Committee, has recommended Item no. 3 for the Shareholders' approval, by passing Special Resolution.

As per the requirement under Part II of the Schedule V of the Act, an Annexure containing the details required thereunder is attached to this Statement as **Annexure A**.

Except Mr. VVV Raju, Executive Director & CFO, none of the Directors, Key Managerial Personnel of the Company or their relatives are considered to have concerned or interest financially or otherwise in the above resolution.

Item No.4: To re-appoint Mr. VVV Raju, Executive Director

Mr. VVV Raju, in continuation of the designation - Chief Financial Officer (CFO), was appointed as Director of the Company, in Executive capacity, for a period of 3 years, with effect from 1st October, 2022 by the shareholders in the 20th Annual General Meeting held on 29th July, 2022. As such, his term will be ending as on 30th September, 2025. Hence, based on the recommendation of the Nomination and Remuneration Committee and subject to approval of the Shareholders, by way of special resolution, the Board of Directors in their meeting held on 31st July, 2025 has re-appointed Mr. VVV Raju as Executive Director for 3 years with effect from 1st October, 2025, in continuation with designation as Chief Financial Officer. The other terms of re-appointment are proposed to be the same as that of the existing terms. He shall be liable to retire by rotation.

Details of remuneration:

(i) Gross Remuneration of Rs. 15,86,809/- (Rupees Fifteen Lakh Eighty Six Thousand Eight Hundred and Nine Only) per month aggregating to Rs. 1,90,41,708/- (Rupees One Crore Ninety Lakh Forty One Thousand Seven Hundred and Eight Only) per annum and as may be revised from time to time;

(ii) Perquisites, benefits, and allowance not exceeding Rs. 30,00,000/- (Rupees Thirty Lakh Only) per annum and as may be revised from time to time;

Provided that in the event of inadequate profits/no profit, during the tenure of Mr. VVV Raju, Executive Director & CFO, remuneration payable to him including such terms and conditions of this appointment, shall be as per the approval of the Board, which shall be after considering the recommendation of the Nomination and Remuneration Committee, from time to time.



Mr. VVV Raju is a Chartered Accountant and Cost & Management Accountant and possess vast experience over 3 decades in the field of Finance & Accounts, Taxation, Costing, etc.,. Considering his vast experience, it is proposed for his re-appointment as Director in Executive capacity with effect from 1st October, 2025 for a period of 3 years, in continuation of designation as CFO.

Following are the details of the director seeking re-appointment at 2/2025-26 Extra-Ordinary General Meeting (pursuant to Clause 1.2.5 of Secretarial Standards on General Meetings):

Name of the Director	Mr. VVV Raju
Date of Birth and Age	10 th April, 1970, 55 years
Educational Qualification	Chartered Accountant (CA) Institute of Chartered Accountants of India Cost & Management Accountant (CMA) Institute of Cost and management Accountants of India
Date of first appointment on the Board	As Chief Financial Officer (CFO): 1 st April, 2014 As Executive Director: 1 st October, 2015
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	NA
Shareholding in the company	NA
Experience	Over 3 Decades in the field of Finance & Accounts, Finance, Costing, Taxation, Plant Services (HR, Admin, PR, Safety, Commercial).
Terms and conditions of appointment along with details of remuneration sought to be paid and the remuneration last drawn, if applicable	Terms and conditions of appointment along with details of remuneration sought to be paid: as stated above and as per the employment agreement. Remuneration last drawn: (i) Gross Remuneration of Rs. 14,40,614/- (Rupees Fourteen Lakh Forty Thousand Six Hundred and Fourteen Only) per month aggregating to Rs. 1,72,87,368/- (Rupees One Crore Seventy Two Lakh Eighty Seven Thousand Three Hundred and Sixty Eight Only) per annum; (ii) Perquisites, benefits, and allowance not exceeding Rs. 25,00,000/- (Rupees Twenty Five Lakh Only) per annum plus payment of Rs.2,97,279/- (Rupees Two Lakh Ninety Seven Thousand Two Hundred and Seventy Nine Only), towards leave encashment;



Number of Meetings of the Board attended during the year	During FY 2025-26: 3 (Three) meetings
Other Directorships, Membership/ Chairmanship of Committees on other Boards.	Nil

The Company has received consent letter in form DIR-2 from Mr. VVV Raju, Executive Director & CFO and he is not disqualified to be a Director.

The Board of Directors in their meeting held on 31st July, 2025, considering the recommendation of the Nomination and Remuneration Committee, has recommended Item no. 4 for the Shareholders' approval, by way of special resolution.

As per the requirement under Part II of the Schedule V of the Act, an Annexure containing the details required thereunder is attached to this Statement as **Annexure A**.

Except Mr. VVV Raju, Executive Director & CFO, none of the Directors, Key Managerial Personnel of the Company or their relatives are considered to have concerned or interest financially or otherwise in the above resolution.

Item No.5: To approve revision in remuneration to Mr. Rajendra Moondra, Whole Time Director

Mr. Rajendra Moondra is a Whole Time Director of the Company. He is appointed as Whole Time Director for a period of 3 (Three) years w.e.f 1st February, 2024. It is proposed to revise the remuneration of Mr. Rajendra Moondra, Whole Time Director w.e.f 1st April, 2025.

Pursuant to the provisions of Section 196, 197 and 198 of the Companies Act, 2013 read with Schedule V of the said Act, a company having inadequate/no profits may subject to certain conditions, including the passing of a special resolution, pay such remuneration as may be approved, to its managerial personnel.

During the financial year ended 31st March, 2025, the Company does not have profits due to market dynamics and therefore the revised remuneration payable to Mr. Rajendra Moondra, Whole Time Director would exceed the limits prescribed under the relevant provisions of the Companies Act, 2013. However, as per the provision of Schedule V of the Companies Act, 2013, by way of Shareholders' special resolution, the remuneration to managerial personnel can be revised. Hence, the approval of Shareholders, by way of special resolution, is being sought to revise the remuneration of Mr. Rajendra Moondra, Whole Time Director w.e.f 1st April, 2025 as below:

(i) Gross Remuneration of Rs. 6,61,132/- (Rupees Six Lakh Sixty One Thousand One Hundred and Thirty Two Only) per month aggregating to Rs. 79,33,584/- (Rupees Seventy Nine Lakh Thirty Three Thousand Five Hundred and Eighty Four Only) per annum;



(ii) Perquisites, benefits, and allowance (excluding the payment as mentioned below, at point no.iii) not exceeding Rs. 15,00,000/- (Rupees Fifteen Lakh Only) per annum; and

(iii) Payment of an amount upto Rs.19,00,000/- (Rupees Nineteen Lakh Only) which shall be equivalent to the value of shares, as on the date of vesting i.e, 7th August, 2025, under 'Shri OP Jindal Samruddhi Plan 2021 (Samruddhi SAR)', as per his eligibility i.e., towards his 1st vesting, payable as on vesting date i.e., 7th August, 2025 and which forms part of his remuneration.

The Board of Directors in their meeting held on 31st July, 2025, considering the recommendation of the Nomination and Remuneration Committee, has recommended Item no. 5 for the Shareholders' approval, by passing Special Resolution.

As per the requirement under Part II of the Schedule V of the Act, an Annexure containing the details required thereunder is attached to this Statement as **Annexure A**.

Except Mr. Rajendra Moondra, Whole Time Director, none of the Directors, Key Managerial Personnel of the Company or their relatives are considered to have concerned or interest financially or otherwise in the above resolution.

Item No.6: To re-appoint Mr. Krishna Deshika, Independent Director

Mr. Krishna Deshika was appointed as Independent Director of the Company for a period of 5 years, with effect from 27th October, 2020 by the shareholders in 4/2020-21 Extra-Ordinary General Meeting held on 27th October, 2020. As such, his term will be ending as on 26th October, 2025.

As he is eligible for re-appointment for a second term on the Board of the Company, based on the recommendation of the Nomination and Remuneration Committee and subject to approval of the shareholders, the Board of Directors in their meeting held on 31st July, 2025 has re-appointed Mr. Krishna Deshika as Independent Director for a second term of 5 (five) consecutive years with effect from 27th October, 2025 and shall not be liable to retire by rotation. As per the provision of Section 149(10) of the Companies Act, 2013, Shareholders approval is being sought by way of Special Resolution, in this regards.

The Board is of the opinion that Mr. Krishna Deshika continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

Mr. Krishna Deshika is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). Mr. Krishna Deshika is exempt from the requirement to undertake online proficiency self-assessment test conducted by IICA.



In addition, the Company has also received the following from Mr. Krishna Deshika:

- (i). Consent Letter to act as an Independent Director of the Company in form DIR-2.
- (ii). Declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.
- (iii). Form DIR-8, giving a declaration that he stands free from any disqualification from being appointed as the Director in terms of the provisions of the Companies Act, 2013.
- (iv). Form MBP-1 under Section 184 of the Companies Act 2013, giving disclosure of their interest in other entities.

Following are the details of the director seeking re-appointment at 2/2025-26 Extra-Ordinary General Meeting (pursuant to Clause 1.2.5 of Secretarial Standards on General Meetings):

Name of the Director	Krishna Deshika
Date of Birth and Age	21st October 1955, 69 years
Educational Qualification	ICAI –FCA 020142 ICSI-FCS 2907
Date of first appointment on the Board	27.10.2020
Relationship with other Director of the Company	NA
Shareholding in the company	NA
Experience	
Terms and conditions of appointment along with details of remuneration sought to be paid and the remuneration last drawn, if applicable	Nil
Number of Meetings of the Board attended during the year	During FY 2025-26: 3 (three) meeting
Other Directorships, Membership/ Chairmanship of Committees on other Boards.	Nil

The Nomination and Remuneration Committee taking into consideration of the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation it is concluded and recommended to the Board that Mr. Krishna Deshika, qualifications and the rich experience of over three decades in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company.

Draft Letter of Appointment is available on the Company's website at www.bmm.in

The Board of Directors in their meeting held on 31st July, 2025, considering the recommendation of the Nomination and Remuneration Committee, has recommended Item no. 6 for the Shareholders' approval, by way of special resolution.



Except Mr. Krishna Deshika, Independent Director, none of the Directors, Key Managerial Personnel of the Company or their relatives are considered to have concerned or interest financially or otherwise in the above resolution.

By order of the Board of Directors
For BMM Ispat Limited



Swetha S
Company Secretary
Memb. No.: F11494



Place: Danapura
Date: 31st July, 2025

Statement of Particulars
(Pursuant to Schedule-V of The Companies Act, 2013)

I. General Information

Sl No.	Particulars/Subject	Information
1	Nature of industry	Manufacturing and selling of steel and allied products and generation of power
2	Date or expected date of commencement of commercial Production	15 th April, 2002
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 based on given indicators	In the Financial Year 2023-24, the Company's profit (after tax) was Rs. 91.03 Crores. During FY 2024-25 the net loss (after tax) is Rs. 116.71 Crores.
5	Foreign Investments or collaborators, if any.	Nil

II. A. Information about Mr. Vimal Singh, Whole Time Director & Chief Financial Officer:

Sl No.	Particulars	Information
1	Background details	Mr. Vimal Singh, WTD & CEO of the Company is a Mechanical Engineer by Profession. He possess vast experience over 3 decades in the field of operations of Hot Strip Mill and Integrated Steel Plant. He has rich experience in leading the Integrated Steel Plant's Operations and stabilization, and also in leading various departments viz., Maintenance, Agglomeration, Commercial, etc., During FY 2024-25, in his leadership the Company has successfully commenced its Blast furnace plant and Integrated steel plant.
2	Past remuneration	Mr. Vimal Singh has been appointed as Whole Time Director w.e.f 27 th October, 2020 for a period of 5 year and he has been appointed as Chief Executive

		Officer of the Company w.e.f 24th June, 2022. Remuneration paid to him, for FY 2024-25 is as under: (i) Gross Remuneration of Rs. 9,23,524/- (Rupees Nine Lakh Twenty Three Thousand Five Hundred and Twenty Four Only) per month aggregating to Rs. 1,10,82,288/- (Rupees One Crore Ten Lakh Eighty Two Thousand Two Hundred and Eighty Eight Only) per annum; (ii) Perquisites, benefits, and allowance not exceeding Rs.30,00,000/- (Rupees Thirty Lakh Only) per annum; (iii) Payment of Rs.24,48,666/- (Rupees Twenty Four Lakh Forty Eight Thousand Six Hundred and Sixty Six Only) to Mr. Vimal Singh, an amount equivalent to the value of shares as per his eligibility under 'Shri OP Jindal Employee Stock Appreciation Rights 2021 (ESAR)' (as per 1st vesting), which form part of his remuneration. Remuneration paid from 1st April, 2025 to till date is on the following basis: (i) Gross Remuneration of Rs. 9,23,524/- (Rupees Nine Lakh Twenty Three Thousand Five Hundred and Twenty Four Only) per month aggregating to Rs. 1,10,82,288/- (Rupees One Crore Ten Lakh Eighty Two Thousand Two Hundred and Eighty Eight Only) per annum; (ii) Perquisites, benefits, and allowance not exceeding Rs.30,00,000/- (Rupees Thirty Lakh Only) per annum.
3	Recognition or awards	During the tenure of Mr. Vimal Singh, several awards in connection with Environmental compliances have been received. Under his leadership the Company has completed the Blast Furnace Project. During FY 2024-25 the Blast Furnace Plant has been commissioned and thereby other existing Integrated Steel Plant units are also in operation.

4	Job profile and his suitability	He has lead the team for integrated Steel Plant's Commissioning and Stabilization at JSW Ispat Special product Limited (currently merged with JSW Steel Limited) and has rich experience over a 3 decade, in the steel industry.
5	Remuneration proposed	For revision w.e.f 1st April, 2025, proposed remuneration is as below: (i) Gross Remuneration of Rs. 10,01,661/- (Rupees Ten Lakh One Thousand Six Hundred and Sixty One Only) per month aggregating to Rs.1,20,19,932/- (Rupees One Crore Twenty Lakh Nineteen Thousand Nine Hundred and Thirty Two Only) per annum; (ii) Perquisites, benefits, and allowance (excluding the payment as mentioned below, at point no.iii) not exceeding Rs.35,00,000/- (Rupees Thirty Five Lakh Only) per annum; and (iii) Payment of an amount upto Rs.40,00,000/- (Rupees Forty Lakh Only) which shall be equivalent to the value of shares, as on the date of vesting i.e, 7th August, 2025, under 'Shri OP Jindal Employee Stock Appreciation Rights 2021 (ESAR), as per his eligibility i.e., towards his 2nd vesting, payable as on vesting date i.e., 7th August, 2025 and which forms part of his remuneration. Proposed remuneration upon re-appoint as Whole Time Director w.e.f 27th October, 2025: (i) Gross Remuneration of Rs. 10,01,661/- (Rupees Ten Lakh One Thousand Six Hundred and Sixty One Only) per month aggregating to Rs.1,20,19,932/- (Rupees One Crore Twenty Lakh Nineteen Thousand Nine Hundred and Thirty Two Only) per annum and as may be revised from time to time; (ii) Perquisites, benefits, and allowance not exceeding Rs. 35,00,000/- (Rupees Thirty Five Lakh Only) per annum and as may be revised from time to time; and

		(iii) Payment of such sum equivalent to the value of shares, as on the date of vesting date, as per eligibility of Mr. Vimal Singh under 'Shri OP Jindal Employee Stock Appreciation Rights 2021 (ESAR)' and any further payment(s) as per his eligibility and as may be approved from time to time, and which forms part of his remuneration. Provided that in the event of inadequate profits/no profit, during the tenure of Mr. Vimal Singh, Whole Time Director & CEO, remuneration payable to him including such terms and conditions of this re-appointment, shall be as per the approval of the Board, which shall be after considering the recommendation of the Nomination and Remuneration Committee, from time to time.
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 remuneration proposed is comparable with the Companies of the same size and profitability.
7	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Nil

II. B. Information about Mr. VVV Raju, Executive Director and Chief Financial Officer:

Sl No.	Particulars	Information
1	Background details	Mr. VVV Raju is a qualified Chartered Accountant and Cost Accountant having vast experience over 3 decades. He is associated with the Company since 2009 as Deputy General Manager and presently heads the Finance & Accounts department of the Company and holds the Key Managerial Position as Chief Financial Officer (CFO). He also possess vast work experience in steel companies such as Kalyani group and MSPL Limited. He also possess was experience in the

		various industries/sectors such as Mining, Power and Gases.
2	Past remuneration	Mr. VVV Raju has been re-appointed as Executive Director w.e.f 1st October, 2022 for a period of 3 years, in continuation of the designation as CFO. His remuneration w.e.f 1st April, 2024 to till date, is at the rate as below: (i) Gross Remuneration of Rs. 14,40,614/- (Rupees Fourteen Lakh Forty Thousand Six Hundred and Fourteen Only) per month aggregating to Rs. 1,72,87,368/- (Rupees One Crore Seventy Two Lakh Eighty Seven Thousand Three Hundred and Sixty Eight Only) per annum; (ii) Perquisites, benefits, and allowance not exceeding Rs. 25,00,000/- (Rupees Twenty Five Lakh Only) per annum plus payment of Rs.2,97,279/- (Rupees Two Lakh Ninety Seven Thousand Two Hundred and Seventy Nine Only), towards leave encashment;
3	Recognition or awards	During the tenure of Mr. VVV Raju, the Company, upon completion of Integrated Steel Plant at Danapura in Karnataka, has received a message (letter) from Hon'ble Prime Minister conveying best wishes for the success of this project. Further during FY 2024-25, the Blast Furnace Plant has been commissioned and thereby other existing Integrated Steel Plant units are also in operation.
4	Job profile and his suitability	Mr. VVV Raju, is a Chartered Accountant and Cost & Management Accountant, and possess vast experience over 3 decades in the field of Finance & Account, Taxation, Costing with various industries (Mining, Power, Steel, Gases) and has headed the various departments, previously mentioned, including departments viz., HR, safety, etc.,. He has work experience in companies that are engaged in Iron and steel sector such as Kalyani group and MSPL Limited and also nearly 2 decades of experience in BMM Ispat Limited.
5	Remuneration proposed	For revision w.e.f 1st April, 2025, proposed remuneration is as below: (i) Gross Remuneration of Rs. 15,86,809/- (Rupees Fifteen Lakh Eighty Six Thousand Eight Hundred and Nine Only) per month aggregating to Rs.

		1,90,41,708/- (Rupees One Crore Ninety Lakh Forty One Thousand Seven Hundred and Eight Only) per annum; and (ii) Perquisites, benefits, and allowance not exceeding Rs. 30,00,000/- (Rupees Thirty Lakh Only) per annum. Proposed remuneration upon re-appoint as Whole Time Director w.e.f 1st October, 2025: (i) Gross Remuneration of Rs. 15,86,809/- (Rupees Fifteen Lakh Eighty Six Thousand Eight Hundred and Nine Only) per month aggregating to Rs. 1,90,41,708/- (Rupees One Crore Ninety Lakh Forty One Thousand Seven Hundred and Eight Only) per annum and as may be revised from time to time; (ii) Perquisites, benefits, and allowance not exceeding Rs. 30,00,000/- (Rupees Thirty Lakh Only) per annum and as may be revised from time to time; Provided that in the event of inadequate profits/no profit, during the tenure of Mr. VVV Raju, Executive Director & CFO, remuneration payable to him including such terms and conditions of this appointment, shall be as per the approval of the Board, which shall be after considering the recommendation of the Nomination and Remuneration Committee, from time to time.
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 remuneration proposed is comparable with the Companies of the same size and profitability.
7	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Nil

II. C. Information about Mr. Rajendra Moondra, Whole Time Director

Sl No.	Particulars	Information
1	Background details	Mr. Rajendra Moondra is a Whole Time Director of the Company. He is Cost & Management Accountant by Profession and possess Diploma in Materials, Management from IIMM, Kolkata. He has rich experience nearly of a 3 decades in Accounts, Finance, Supply Chain Management, Logistics, Commercial, Cost Planning and Management, Vendor and Inventory Management in Manufacturing industry Metal, Cement and Carbon Black etc.,.
2	Past remuneration	Mr. Rajendra Moondra has been appointed as Whole Time Director from 1st February, 2020. Currently, he is re-appointed as Whole Time Director for a period of 3 (Three) years w.e.f 1st February, 2024. His remuneration w.e.f 1st April, 2024 to till date, is at the rate as below: (i) Gross Remuneration of Rs. 6,16,081/- (Rupees Six Lakh Sixteen Thousand and Eighty One Only) per month aggregating to Rs. 73,92,972/- (Rupees Seventy Three Lakh Ninety Two Thousand Nine Hundred and Seventy Two Only) per annum; (ii) Perquisites, benefits, and allowance not exceeding Rs. 15,00,000/- (Rupees Fifteen Lakh Only) per annum;
3	Recognition or awards	During the tenure of the Company has started Blast Furnace project. In the FY 2024-25 the Blast Furnace Plant has been commissioned and thereby other existing Integrated Steel Plant units are also in operation.
4	Job profile and his suitability	He has work experience over a period of 3 decads in companies that engaged in Iron and steel sector such as JSW Steel Limited, Ballari and also with companies engaged in cement industry such as Digvijay Cements, Ultratech Cements, etc., He has also worked with Aditya Birla Group of Companies.
5	Remuneration proposed	It is proposed to revise the remuneration of Mr. Rajendra Moondra, Whole Time Director, w.e.t 1 st April, 2025, as below:

		(i) Gross Remuneration of Rs. 6,61,132/- (Rupees Six Lakh Sixty One Thousand One Hundred and Thirty Two Only) per month aggregating to Rs. 79,33,584/- (Rupees Seventy Nine Lakh Thirty Three Thousand Five Hundred and Eighty Four Only) per annum; (ii) Perquisites, benefits, and allowance (excluding the payment as mentioned below, at point no.iii) not exceeding Rs. 15,00,000/- (Rupees Fifteen Lakh Only) per annum; and (iii) Payment of an amount upto Rs.19,00,000/- (Rupees Nineteen Lakh Only) which shall be equivalent to the value of shares, as on the date of vesting i.e., 7th August, 2025, under 'Shri OP Jindal Samruddhi Plan 2021 (Samruddhi SAR)', as per his eligibility i.e., towards his 1st vesting, payable as on vesting date i.e., 7th August, 2025 and which forms part of his remuneration.
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 remuneration proposed is comparable with the Companies of the same size and profitability.
7	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Nil

III. Other information:

Sl No.	Particulars	Information
1	Reasons of loss or inadequate profits	Due to market dynamics, which is uncontrollable in nature.
2	Steps taken or proposed to be taken for improvement	The Company has commenced the operations of Blast Furnace Plant along with existing Integrated Steel Plant. With the commencement

		of Blast Furnace Plant, there shall be improvement in the viability of Steel Melting Shop (SMS) and Merchant Bar Mill and increases the revenue and overall profitability of the Company.
3	Expected increase in productivity and profits in measurable terms	It is difficult to forecast the productivity and profitability in measurable terms. However, the Company expects that Productivity and Profitability may improve and would be comparable with the industry average.

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 the member(s) of _____ shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature: _____, or failing him/her

2. Name:

Address:

E-mail Id:

Signature: _____, or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 2/2025-26 Extra Ordinary General Meeting of the Company, to be held, at shorter notice, on Thursday, 31st July, 2025 at 4.00 p.m. at 114, Danapura Village, Hobli Mariyammanahalli, Hosapete Taluk, Vijayanagara (Formerly known as Ballari) District-583222, Karnataka, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional*	
		For	Against
Special Business			
1	To approve revision in remuneration to Mr. Vimal Singh, Whole Time Director & CEO		
2	To re-appoint Mr. Vimal Singh, Whole Time Director		
3	To approve revision in remuneration to Mr. VVV Raju, Executive Director & CFO		
4	To re-appoint Mr. VVV Raju, Executive Director		
5	To approve revision in remuneration to Mr. Rajendra Moondra, Whole Time Director		

6	To re-appoint Mr. Krishna Deshika, Independent Director		
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Signed this day of 2025

Signature of shareholder

Affix
Revenue
Stamp

Signature of Proxy holder(s)

Notes:

1. A Proxy need not be a member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other member.
2. *It is optional to put an 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 2/2025-26 Extra Ordinary General Meeting of the Company.
4. This form of Proxy, to be effective, should be duly completed and deposited at the Registered Office of the Company before the commencement of the aforesaid meeting.
5. Please affix revenue stamp at the place indicated above.
6. The proxy form should be signed by the appointer or his attorney duly authorised in writing or if the appointer is body corporate, be under its seal or be signed by an officer or an attorney duly authorised by it.

ATTENDANCE SLIP FOR 2/2025-26 EXTRA ORDINARY GENERAL MEETING
(TO BE HANDED OVER AT THE REGISTRATION COUNTER)

I/WE hereby record my/our presence at the 2/2025-26 Extra Ordinary General Meeting of the Company on short notice, at No.114, Danapura Village, Hobli Mariyammanahalli, Hosapete Taluk, Vijayanagara (Formerly known as Ballari) District -583222, Karnataka, India on Thursday, 31st July, 2025 at 4.00 p.m.

Signature of Member/Proxy Present:

The Companies Act, 2013
Consent of Shareholder for Shorter Notice

[Pursuant to Section 101(1)]

To,
The Board of Directors,
BMM Ispat Limited,
No. 114, Danapura Village,
Hobli Mariyammanahalli,
Hosapete Taluq,
Vijayanagara (Formerly known as Ballari) District-583222

I/We,, S/o. / D/o / Authorized representative of,
resident/ having registered office at
....., holding equity shares of Rs.10/- each (..... %) in the
Company in my own name/ in the name of, hereby give consent,
pursuant to Section 101(1) of the Companies Act, 2013, to hold the 2/2025-26 Extra
Ordinary General Meeting on Thursday, 31st July, 2025, at 4:00 p.m. at shorter notice.

Signature:
(Name)

Dated this day July, 2025

Location Map

