

BIHAR SPONGE IRON LIMITED

CIN - L27106JH1982PLC001633

Registered Office : Umesh Nagar, Chandil, Dist Saraikela-Kharsawan, Jharkhand-832401

Ph.: +91-6591-232410/17, E-mail: companysecretary@bsil.org.in

Web.: <http://www.bsil.org.in>

NOTICE

NOTICE is hereby given that the 34th ANNUAL GENERAL MEETING of the Members of Bihar Sponge Iron Limited will be held at "Company's Guest House, Umesh Nagar, Chandil, District- Saraikela- Kharsawan, Jharkhand-832401" on Thursday the 15th day of September, 2016 at 3:00 P.M. (IST) to transact the following businesses:

Ordinary Business:

- To receive, consider and adopt the financial statements, namely, (i) the Audited Balance Sheet as at March 31st, 2016, (ii) the statement of Audited Profit & Loss Account for the year ended on that date, (iii) the Cash Flow Statement for the financial year ended on that date, (iv) Explanatory Notes annexed to, or forming part of the documents referred to in (i) to (iii) above and the Reports of the Directors and the Auditors thereon.
- To appoint a director in place of Mr. Jayesh Modi (DIN- 02849637) who retires from office by rotation and being eligible, offers himself for re-appointment.
- To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 (Act) and all other applicable provisions, if any of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. Thakur, Vaidyanath Aiyar & Co., Chartered Accountants, [Firm Registration No. 000038N], as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting, i.e., 35th Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors of the Company and Auditors."

BY ORDER OF THE BOARD

Place : New Delhi
Dated : 25th May, 2016

SHUBHANGI VARSHNEY
COMPANY SECRETARY
MEMBERSHIP NO. : A43431

NOTES:

- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER. SUCH PROXY FORM DULY COMPLETED SHOULD REACH AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.
- M/s. Beetal Financial & Computer Services Pvt. Limited, 99, Madangir, Behind Local Shopping Centre, New Delhi – 110062 Telephone no(s) 011-29961281, 282, 283, Fax: 011-29961284 Email : beetalrta@gmail.com is the Registrar and Share Transfer Agent for physical shares of the Company and is also the depository interface (RTA) of the Company with both NSDL and CDSL. However, keeping in view the convenience of Shareholders, documents relating to shares will continue to be received by the Company at the Registered Office of the Company at Umesh Nagar, Chandil, Dist. Saraikela-Kharsawan, Jharkhand-832401, Ph.: +91-6591-232410/17, e-mail: companysecretary@bsil.org.in.
- Members are requested to note that the Company's shares are under compulsory demat trading for all the investors. Members are, therefore, requested to dematerialise their shareholding to avoid inconvenience.
- The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 9th September, 2016 to Thursday, 15th September, 2016 (both days inclusive).

- The documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company during working hours between 9:30 A.M. to 1:00 P.M. except on holidays.
- Members/Proxies should bring the attendance slips duly filled in and signed for attending the Meeting.
- Members who hold shares in physical form may nominate a person in respect of all the shares held by them whether singly or jointly. Members are advised to avail the nomination facility by filing Form SH-13 in their own interest. Blank forms will be supplied by the Company on request. Members holding shares in demat form may contact their respective Depository Participants for recording of nomination.
- The Register of Directors and Key Managerial Personnel and their shareholding will be available for inspection at the meeting.
- In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (mandatory for all listed companies), the Company is pleased to provide its Members facility to exercise their right to vote at the Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by the Central Depository Services (India)Limited (CDSL)

Instructions for members for voting electronically are as under :

- The voting period begins on Monday, the 12th day of September, 2016 at 9:00 AM and ends on Wednesday the 14th day of September, 2016 at 5:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday, 8th September, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on Shareholders.
- Now Enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- If you are a first time user follow the steps given below:**

For Members holding shares in Demat Form and Physical Form

PAN

Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

- Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
- In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

Dividend Bank Details OR Date of Birth (DOB)

Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

- If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for "Bihar Sponge Iron Limited" on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June, 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created

using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

(A) The Board of Directors has appointed Mrs. Simmi Jain, Chartered Accountant in Practice, 184-A, Garud Apartment, Mayur Vihar, Phase-I, Pocket-4, Delhi-91 (Membership No. 86496) as a Scrutinizer to process the e-voting and submit a report to the Chairman.

(B) Ms. Shubhangi Varshney, Company Secretary of the Company shall be responsible for addressing all the grievances in relation to this 34th Annual General Meeting including e-voting, her mail ID is companysecretary@bsil.org.in and may be contacted on phone no. 011-42504798.

(C) The Notice of the 34th Annual General Meeting are being sent to all the Members, whose names appear in the Register of Members as on cut-off date (record date) i. e. 29th July, 2016 through Registered Post or courier and also by E-Mail, wherever registered. The Members may also download a copy of the Notice from the Website of the Company (www.bsil.org.in).

(D) The voting rights of shareholders shall be in proportion to their shareholding of paid-up share capital of the Company as on the cut off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut off date only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting through Ballot.

(E) Kindly note that the shareholders can opt only one mode of voting i.e. either by e-voting or physical mode. If you are opting for e-voting, then do not vote by physically. However, in case shareholder cast their vote through e-voting as well as physically, then voting done through e-voting will prevail.

(F) The results of voting shall be declared within two (2) days of the 34th Annual General Meeting convened for the purpose. The results of voting so declared along with the Scrutinizer's Report shall be placed on the Company's Website (www.bsil.org.in) CDSL Website and shall also be communicated to the Stock Exchanges (BSE).

12. Members desiring any information as regards to accounts are requested to address their questions to the Secretary of the Company at least 7 days before the date of the Meeting so that the required information is made available at the Meeting.

BY ORDER OF THE BOARD

Place : New Delhi
Dated : 25th May, 2016

**SHUBHANGI VARSHNEY
COMPANY SECRETARY
MEMBERSHIP NO. : A43431**

DETAILS OF DIRECTOR'S SEEKING APPOINTMENT/ RE-APPOINTMENT AS REQUIRED UNDER THE PROVISIONS OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Sr. No.	Name of the Director	Mr. Jayesh Modi
1.	Director Identification Number (DIN)	02849637
2.	Date of Birth	14/11/1991
3.	Age	24
4.	Date of appointment	18/06/2010
5.	Expertise in specific field	Has six year of experience in the area of administration, business planning & development.
6.	No. of equity shares held in the Company. (as on 31 st March, 2016)	Nil
7.	Qualifications	Bachelor of Business Administration
8.	List of other directorships	1. SBEC Sugar Ltd. 2. SBEC Bioenergy Ltd. 3. Modi Hitech India Ltd. 4. Win-Medicare Pvt. Ltd. 5. Longwell Investment Pvt. Ltd. 6. JayeshTradex Pvt. Ltd. 7. A to Z Holdings Pvt. Ltd. 8. Modi-Mundipharma Pvt. Ltd.
9.	Membership/ Chairman of Committees of the other Companies	NIL
10.	Relationship, if any between Directors inter se	Son of Mr. Umesh K. Modi & Mrs. Kumkum Modi and Brother of Mr. Abhishek Modi.

* Details in this regard includes the Chairmanship/Membership of the Audit Committee and the Stakeholder Relationship Committee of only public companies whether listed or not.

GREEN INITIATIVE FOR THE KIND ATTENTION OF MEMBERS

Your Company welcomes and supports the 'Green Initiative' taken by the Ministry of Corporate Affairs (MCA), Government of India, This initiative will go a long way in conserving paper which is a natural resource, also results in substantial savings on printing and posting of Annual Reports and other documents of your Company.

To support that intention to effect electronic delivery of documents including Annual Report, Notice of Meeting/ Postal Ballot, other shareholder communications, etc. to the members at their e-mail addresses available / registered with the Company, for the said purpose.

For supporting this green initiative, if you hold the shares in:

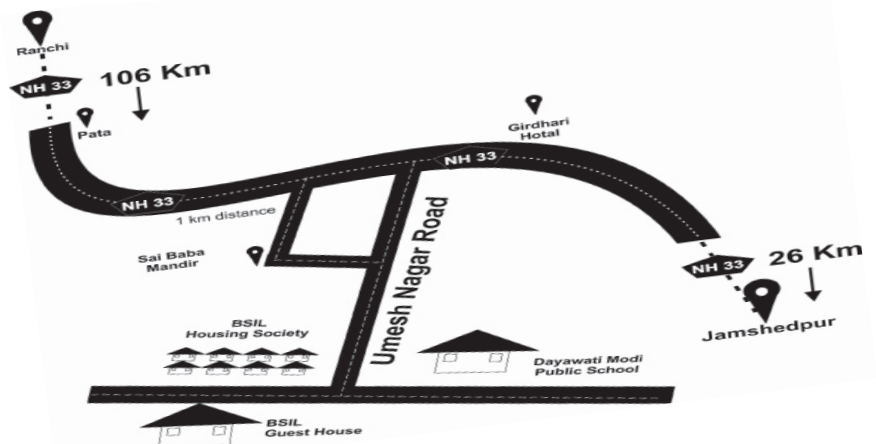
- a. **Electronic form**, please intimate your e-mail address to your Depository Participant (DP). The same will be deemed to be your registered e-mail address for serving notices/ documents including those covered under Section 136 of the Companies Act, 2013.
- b. **Physical form**, please send a duly signed letter quoting the name of First / Sole holder and Registered Folio addressed to the Company Secretary of the Company or the Registrar & Share Transfer Agent at :

Company Secretary Bihar Sponge Iron Ltd. Umesh Nagar, Chandil Distt. Saraikela Kharsawan - 832401 Jharkhand.	M/s Beetal Financial & Computer Services Ltd. Beetal House, 3rd Floor, Behind Local Shopping Complex 99, Madangir, New Delhi-110062
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Kindly note that if you desire, a physical copy of the Annual Report and other communication/ documents will be sent to you free of cost, as per the current practices. Such documents will also be displayed on the Company's website : www.bsil.org.in

We strongly urge you to support this 'Green Initiative' by opting for electronic mode of communication and making the world a cleaner, greener and healthier place to live.

In case, your shares are in physical form, we urge you to have your shares dematerialized by approaching Depository Participant (DP) of your choice.



BIHAR SPONGE IRON LIMITED

Registered Office : Umesh Nagar, Chandil, Dist Saraikela-Kharsawan, Jharkhand-832401
Ph.: +91-6591-232410/17, E-mail: companysecretary@bsil.org.in

CIN- L27106JH1982PLC001633

34th Annual General Meeting to be held on Thursday, the 15th September, 2016 at 3.00 P.M.

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 Members(s) :

Registered Address :

DPID:CLID:Reg. Folio No. :No. of Shares:.....

I / We, being the member(s) ofshares of the above named Company, hereby appoint :

1. Name : E-mail :, failing him/her;

Address:.....

2. Name : E-mail :, failing him/her;

Address:.....

3. Name : E-mail :, failing him/her;

Address:.....

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 34th Annual General Meeting of the Company, to be held on Thursday, the 15th September, 2016, at 3.00 p.m. Company's Guest House, Umesh Nagar, Chandil, Dist. Saraikela-Kharsawan, Jharkhand -832401 and at any adjournment thereof in respect of such resolution as are indicated below :

S. No.	Resolution	Vote (Optional (Refer Note))		
		For	Against	Abstain
1	Adoption of Audited Financial Statements, Autitors Report & Directors Report along with their annexures for the year ended 31 st March, 2016.			
2	Re-appointment of Mr. Jayesh Modi, as director who retires by rotation.			
3	Ratification of the appointment of M/s Thakur, Vaidyanath Aiyar & Co., Chartered Accountants, from the conclusion of this Annual General Meeting till the conclusion of the 35 th Annual General Meeting			

Signed thisday of2016

Affix
Revenue
Stamp

Signature of shareholder

Signature of first proxy

Notes :

This form of proxy, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of meeting.

It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he / she may deem appropriate.

BIHAR SPONGE IRON LIMITED

Registered Office : Umesh Nagar, Chandil, Dist Saraikela-Kharsawan, Jharkhand-832401
Ph.: +91-6591-232410/17, E-mail: companysecretary@bsil.org.in,

CIN- L27106JH1982PLC001633

ATTENDANCE SLIP

34th Annual General Meeting to be held on Thursday, the 15th September, 2016 at 3.00 P.M. at Company Geust House, Chandil,
Dist. Saraikela-Kharsawan, Jharkhand -832401

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional Slips on request.

Name of the Members(s) :

DPID:CLID:Reg. Folio No. :No. of Shares:.....

I hereby record my presence at the 34th Annual General Meeting of the Company held at Company Geust House, Chandil, Dist. Saraikela-Kharsawan,
Jharkhand -832401on Thursday, the 15th September, 2016 at 3.00 P.M.

SIGNATURE OF THE SHAREHOLDER OR THE PROXY ATTENDING THE MEETING

If, Shareholder, please sign here :.....

If Proxy, please sign here :.....