MSP STEEL & POWER LIMITED
CIN: L27109WB1968PLC027399
Registered Office: 1, Crooked Lane, Kolkata 700 069
Corporate Office: 16/S, Block A, New Alipore, Kolkata 700 053
Phone: 033 4005 7777; Fax: 033 23982239; Website: www.mspsteel.com; E-mail: contactus@mspsteel.com

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
3. Name:.....Address:.....
   E-mail Id:.....Signature:.....or failing him/her

as my/our proxy to attend and vote (on poll/ballot) for me/us and on my/our behalf at the 46th Annual General Meeting of the Company to be held on Monday, September 21, 2015 at 2:30 P.M. at Rotary Sadan, at 94/2 Chowringhee Road, Kolkata – 700 020 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Description of Resolution
1	Adoption of Statement of Profit and Loss, Balance Sheet, Report of Directors and Auditors for the financial year ended 31st March, 2015.
2	Re-appointment of Mr. Puran Mal Agrawal (DIN: 00587723) who retires by rotation.
3	Appointment of Statutory Auditor and fixing their remuneration.
4	To approve, ratify and confirm Corporate Debt Restructuring Scheme in relation to restructuring of the Company's debts.
5	To approve conversion of loans into shares.
6	To offer, issue and allot 120,50,500 6% Non-cumulative, Non-convertible Redeemable Preference Shares.
7	To ratify the remuneration to be paid to the Cost Auditor, Mr. Sambhu Banerjee for the Financial Year ending 31st March, 2016 appointed by the Board of Directors on the recommendation of the Audit Committee.
8	To appoint Mr. Kapil Deo Pandey (DIN: 07208719) as Non-Executive Independent Director.
9	To appoint Mr. Dhananjay Uchit Singh (DIN: 01018678) as Executive Director.
10	To appoint Mr. Saket Agrawal (DIN: 00129209) as the Managing Director for 5 years w.e.f November 14, 2014.

Signed this ..... day of ....., 2015

Signature of the Shareholder .....

Signature of the Proxy holder (s).....

Affix Revenue Stamp

Note:
- This form of proxy in order to be effective should be duly completed and deposited at the registered corporate office of the Company, not less than 48 hours before the commencement of the Meeting.
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the 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 and such person shall not act as a proxy for any other person or shareholder.
- In case of the joint holders, the signature of any one holder will be sufficient, but the names of all joint holders should be stated.

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ATTENDANCE SLIP

(PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL)

DP ID *		Folio No.	
Client ID*		No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER: .....
(In Block Letters)

I hereby record my presence at the **46TH ANNUAL GENERAL MEETING** of the Company held on Monday, September 21, 2015 at 2:30 P.M at Rotary Sadan, 94/2, Chowringhee Road, Kolkata – 700 020.

.....
Signature of Shareholder / proxy

* Applicable for investors holding shares in electronic form