

**Corporate Identification Number:** U27100GJ1976FLC013787

**Registered Office:** AMNS House, AMNS Township, 27th km, Surat Hazira Road, Hazira, Surat – 394270, Gujarat, India

**E-mail:** pankaj.chourasia@amns.in

## FORM NO. CAA.2

[Pursuant to Section 230 (3) of the Companies Act, 2013 and Rule 7 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, AHMEDABAD BENCH, AT AHMEDABAD  
COMPANY APPLICATION (CAA) NO. 64 OF 2023

In the matter of the Companies Act, 2013; AND In the matter of Sections 230 to 232 read with, Section 66 of the Companies Act, 2013 and Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 and other applicable provisions of the Companies Act, 2013; AND In the matter of Scheme of Amalgamation and Arrangement amongst AMNS Khopoli Limited, ArcelorMittal Nippon Steel India Limited and their respective shareholders.

ArcelorMittal Nippon Steel India Limited  
(CIN: U27100GJ1976FLC013787)

A company registered under the Companies Act, 1956

Having its registered office at 'AMNS House', AMNS Township, 27th KM, Surat – Hazira Road, Hazira, Surat – 394 270, Gujarat, India;

...Applicant Company / Amalgamated Company / Transferee Company

**NOTICE** is hereby given that by an order dated January 10, 2024 ("**Order**"), the Hon'ble National Company Law Tribunal, Ahmedabad Bench (the "**Tribunal**" or "**NCLT**") has directed to convene separate meetings of the shareholders and unsecured creditors of ArcelorMittal Nippon Steel India Limited to be held, for the purpose of considering, and if thought fit, approving with or without modifications, the Scheme of Amalgamation and Arrangement ("**Scheme**") of AMNS Khopoli Limited ("**Amalgamating Company**" / "**Transferor Company**"), ArcelorMittal Nippon Steel India Limited ("**Amalgamated Company**" / "**Transferee Company**") and their respective shareholders under Sections 230-232 read with Section 66 and other applicable provisions of the Companies Act, 2013 (the "**Act**").

In pursuance of the aforesaid Order and as directed therein, in compliance with the applicable provisions of the Act and circulars issued thereunder, as amended from time to time, notice is hereby given that separate meetings of shareholders and unsecured creditors of the Transferee Company will be held through video conferencing/other audio-visual means ("**VC/OAVM**") following the operating procedures prescribed by the Ministry of Corporate Affairs, Government of India, in accordance with Rule 20, Companies (Management and Administration) Rules, 2014, as per the schedule mentioned below, at which day, date and time the said shareholders and unsecured creditors of the Transferee Company are requested to attend:

| Sr. No. | Class of Meeting    | Time (IST) | Date of Meeting             |
|---------|---------------------|------------|-----------------------------|
| 1.      | Shareholders        | 11:00 a.m. | Thursday, February 29, 2024 |
| 2.      | Unsecured creditors | 11:30 a.m. | Thursday, February 29, 2024 |

The Transferee Company has provided facility of voting by remote electronic voting ("**Remote e-voting**") and e-voting during the aforesaid meetings through VC/OAVM. The Transferee Company has appointed Central Depository Services (India) Limited ("**CDSL**") to provide facility for remote e-voting and e-voting during the Meetings, so as to enable the shareholders and unsecured creditors to consider and approve the Scheme by way of the resolution included in the notice, as well as to enable the shareholders and unsecured creditors to attend and participate in the Meetings through VC/OAVM. The detailed instructions for joining the meetings through VC/OAVM, manner of casting vote through remote e-voting prior to the meetings or through e-voting during the meetings, are given in the notes to the notices of the meetings. The deemed venue for the meetings shall be the registered office of the Transferee Company.

The notice, together with the documents accompanying the same, of the aforesaid meetings has been sent as per details in the records of the Transferee Company as mentioned below:

- To the shareholders whose name appears in the records of the Transferee Company as on October 5, 2023:
  - Through e-mail to the shareholders on January 25, 2024; and
  - Through registered post or speed post or hand delivery or courier to the shareholders on January 25, 2024.
- To the unsecured creditors whose name appears in the records of the Transferee Company as on October 5, 2023:
  - Through e-mail to the unsecured creditors on January 25, 2024; and
  - Through registered post or speed post or hand delivery or courier to the unsecured creditors on January 25, 2024.

Notice of the meetings and copy of the Scheme along with the Explanatory Statement under Sections 230-232 read with Section 102 and other applicable provisions of the Act and Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 can also be accessed/downloaded from the website of Transferee Company at [www.amns.in](http://www.amns.in) and of CDSL at [www.evotingindia.com](http://www.evotingindia.com). These documents can also be obtained by the concerned persons free of charge on all days except Saturday, Sunday and public holidays, from the registered office of the Transferee Company between 11:00 A.M. and 1:00 P.M, up to the date of the meetings. The cut-off date for e-voting (including remote e-voting) and time period for the remote e-voting of the aforesaid meetings is as under:

| Particulars                          | Shareholders' meeting       | Unsecured creditors' meeting |
|--------------------------------------|-----------------------------|------------------------------|
| Cut-off date                         | October 5, 2023             | October 5, 2023              |
| Remote e-voting start date and time. | February 26, 2024 at 9 a.m. | February 26, 2024 at 9 a.m.  |
| Remote e-voting end date and time.   | February 28, 2024 at 5 p.m. | February 28, 2024 at 5 p.m.  |

The facility for casting vote by remote e-voting would be disabled after the end time, as mentioned above, for the meetings. If the required quorum for the respective meetings is not present within half an hour from the time appointed for holding the meetings, the respective meetings shall stand adjourned to the same day of next week at the same time through same process of VC/OAVM.

Shareholders/Unsecured creditors who opt for remote e-voting will only be entitled to attend and participate in the meetings but will not be entitled to vote again during the meetings.

Shareholders/Unsecured creditors who have not registered their e-mail address, then such Shareholder/Unsecured creditor is requested to contact the Transferee Company for registration of the same on or before February 15, 2024 on 2 PM by sending an e-mail to Mr. Pankaj S. Chourasia at [pankaj.chourasia@amns.in](mailto:pankaj.chourasia@amns.in). Post successful registration of e-mail, the soft copy of the Notice and the login credentials for attending the Meeting as well as for remote e-voting and e-voting during the Meeting would be sent at such registered e-mail address of the concerned Shareholder/Unsecured creditor.

Only the shareholders whose names appear in the records of the Transferee Company as on October 5, 2023 shall be entitled to avail the facility of remote e-voting/e-voting and attend the meeting of the Shareholders. The voting rights of shareholders shall be in proportion to their holding in the paid-up share capital of the Transferee Company as on October 5, 2023.

Only the unsecured creditors whose names appear in the records of the Transferee Company as on October 5, 2023 shall be entitled to avail the facility of remote e-voting/e-voting and attend the meeting of the Unsecured creditors. The voting rights of unsecured creditors shall be in proportion to the outstanding value/amount due to the unsecured creditors of the Transferee Company as on October 5, 2023.

A person/entity who is not a shareholder/unsecured creditor as on October 5, 2023, should treat this notice for information purposes only and shall not be entitled to vote and/or participate in the meetings.

Since the meetings will be held through VC/OAVM, the facility for appointment of proxies will not be available for the meetings. However, a body corporate which is a shareholder or unsecured creditor is entitled to appoint an authorized representative for the purpose of voting through remote e-voting, e-voting and for participation in the meetings and such body corporates are required to send duly scanned certified copy (pdf file) of the relevant resolution/authority letter to the Scrutinizer at [kkhadaria@gmail.com](mailto:kkhadaria@gmail.com) from their registered e-mail address with a copy marked to the Transferee Company at its e-mail address viz. [pankaj.chourasia@amns.in](mailto:pankaj.chourasia@amns.in), no later than 48 hours before the scheduled time of the Meetings.

The Hon'ble Tribunal has appointed Mr. Jeet B. Karia, Independent Practicing Advocate and in his absence, Mr. Ravi Pahwa, Independent Practicing Advocate, as the Chairperson of the meetings, including for any adjournment(s) thereof. Further, the Hon'ble Tribunal has appointed Ms. Komal Khadaria, Practicing Company Secretary, and in her absence, Mr. Raunak Agarwal, Practising Chartered Accountant, to be the Scrutinizer for the meetings, including for any adjournment(s) thereof. The Scheme, if approved by the meetings, will be subject to the subsequent approval of the Hon'ble Tribunal.

The results of the meetings shall be announced by the Chairperson of the meetings, within three (3) working days from the conclusion of the meetings upon receipt of Scrutinizer's report and the same shall be displayed on Transferee Company's website [www.amns.in](http://www.amns.in) and on CDSL's website [www.evotingindia.com](http://www.evotingindia.com).

If you have any queries or issues regarding attending the Meetings & e-voting / Remote e-voting from the CDSL e-voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact the toll free number at 1800 22 55 33.

Sd/-

**Jeet B. Karia**

Chairperson appointed by the Hon'ble  
Tribunal for the meetings

**Date:** January 26, 2024

**Place:** Ahmedabad

