

ESL STEEL LIMITED
(Formerly known as Electrosteel Steels Limited)

CIN: U27310JH2006PLC012663

Registered Office: Vill. Siyaljori, Post – Jogidih, O.P. – Bangaria, PS- Chandankyari, Dist. Bokaro – 828303, Jharkhand
Tel.: 08651-102477 | **E-mail:** esl.shares@vedanta.co.in | **Website:** <https://www.eslsteel.com/>

NOTICE OF 19TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 19th Annual General Meeting (AGM) of the Members of the Company will be held on **Tuesday, 29th September 2026 at 03:30 PM**, through Video Conferencing/Other Audio-Visual Means (VC/OAVM) to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements including Balance Sheet as on 31st March 2026 and Profit & Loss Account for the year ended as on that date, together with the Auditor's Report and Board's Report thereon.
2. To appoint Mr. Ravish Sharma (DIN: 10914990), Executive Whole-Time Director who retires by rotation and being eligible, offers himself for re-appointment as a director.
3. **TO APPOINT M/S. S.R. BATLIBOI & CO. LLP, CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS OF THE COMPANY FOR THE REGULAR TERM OF 5 YEARS.**

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

"RESOLVED THAT pursuant to Section 139(1) and other applicable provisions, if any, of the Companies Act, 2013, and based on the recommendation of the Audit Committee and the Board of Directors, M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E/E300005), be and are hereby appointed as Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of this Annual General Meeting until the conclusion of the 24th Annual General Meeting to be held for the financial year 2030-31, on such remuneration and reimbursement of out-of-pocket expenses as may be mutually agreed between the Board of Directors of the Company and the said Auditors.

RESOLVED FURTHER THAT any of the Directors/CFO and/or the Company Secretary of the Company be and is/are hereby severally authorised to do all such acts, deeds and things and to file such forms as may be necessary to give effect to this resolution."

SPECIAL BUSINESS:

4. **TO APPROVE THE APPOINTMENT OF M/S. S.R. BATLIBOI & CO. LLP, CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY CAUSED BY THE RESIGNATION OF M/S. LODHA & CO LLP, CHARTERED ACCOUNTANTS.**

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

"RESOLVED THAT pursuant to Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013, and based on the recommendation of the Audit Committee and the Board of Directors, the appointment of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E/E300005), made by the Board of Directors to fill the casual vacancy caused by the resignation of M/s. Lodha & Co LLP, Chartered Accountants (301051E), tendered vide letter dated 26.08.2026, be and is hereby approved, to hold office from 03.09.2026 until the conclusion of this Annual General Meeting, on such remuneration and reimbursement of out-of-pocket expenses as may be mutually agreed between the Board of Directors of the Company and the said Auditors including as set out in the statement annexed herewith pursuant to Section 102 of the Act.

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RESOLVED FURTHER THAT any of the Directors/CFO and/or the Company Secretary of the Company be and is/are hereby severally authorised to do all such acts, deeds and things and to file such forms as may be necessary to give effect to this resolution."

5. RATIFICATION OF COST AUDITOR'S REMUNERATION:

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 148 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby approves the remuneration of INR 1,20,000 (Indian Rupees One Lakh Twenty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses payable to M/s. Sanjiban & Co., Cost Accountants, (Registration No.: 000259), who have been reappointed by the Board of Directors as the Cost Auditors of the Company to conduct an audit of the cost records maintained by the Company for the Financial Year 2026-2027.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all the acts, deeds and things as may be necessary to give effect to this resolution".

6. APPOINTMENT OF MR. VADALUR SUBRAMANIAN RADHAKRISHNAN (DIN: 08064705) AS THE INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY:

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 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Vadalur Subramanian Radhakrishnan (DIN: 08064705) who has been appointed as an Additional Director (Independent Non-Executive) by the Board of Directors with effect from 01st June 2026 in terms of Section 161 of the Act and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member, proposing his candidature for the office of Director, be and is hereby appointed as an Independent Non-Executive Director of the Company, not liable to retire by rotation, to hold office for a term of 1 year effective from 1st June 2026 to 31st of May 2027.

RESOLVED FURTHER THAT any of the Directors of the Company or the Chief Financial Officer or the Company Secretary be and is hereby authorized to do all such acts, deeds and matters and things which may be considered necessary, expedient and desirable to give effect to this resolution".

7. APPOINTMENT OF MR. ANOOP KUMAR SHARMA (DIN: 03531392) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Anoop Kumar Sharma (DIN: 03531392), who has been appointed as an Additional Director (Independent Non-Executive) of the Company by the Board of Directors with effect from 1st September, 2026 in terms of Section 161 of the Act and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has

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received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Non-Executive Director of the Company, not liable to retire by rotation, to hold office for a term of one (1) year commencing from 1st September, 2026 and ending on 31st August, 2027.

RESOLVED FURTHER THAT any of the Directors of the Company or the Chief Financial Officer or the Company Secretary be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, expedient and desirable to give effect to this resolution.”

8. APPOINTMENT OF MR. PANKAJ KUMAR SHARMA (DIN: 10213819) AS THE NON-EXECUTIVE DIRECTOR OF THE COMPANY

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 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Pankaj Kumar Sharma (DIN: 10213819) who has been appointed as an Additional Director (Non-Executive) by the Board of Directors with effect from 01st August 2026, in terms of Section 161 of the Act and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member, proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company to hold office for a term of 1 year effective from 1st August 2026 to 31st July 2027.

RESOLVED FURTHER THAT any of the Directors of the Company or the Chief Financial Officer or the Company Secretary be and is hereby authorized to do all such acts, deeds and matters and things which may be considered necessary, expedient and desirable to give effect to this resolution”.

9. PAYMENT OF COMMISSION TO MR. THOMAS MATHEW T (DIN: 00130282), INDEPENDENT DIRECTOR OF THE COMPANY:

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 149(9), 197, and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Schedule V of the Act, including any statutory modification(s) or re-enactment thereof for the time being in force, the consent of Members of the Company be and is hereby accorded for payment of INR 14.70 Lakh as commission to Mr. Thomas Mathew T, Independent Director of the Company for the period from April 1, 2025 to March 31, 2026.

RESOLVED FURTHER THAT any of the Director and/or Chief Financial Officer and/or Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary or incidental to give effect to above resolution.”

10. PAYMENT OF COMMISSION TO MR. SUBODH KUMAR RAI (DIN: 10291122), INDEPENDENT DIRECTOR OF THE COMPANY:

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 149(9), 197, and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Schedule V of the Act, including any statutory modification(s) or re-enactment thereof for the time being in force, the consent of Members of the Company be and is hereby accorded for

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payment of INR 14.70 Lakh as commission to Mr. Subodh Kumar Rai, Independent Director of the Company for the period from April 1, 2025 to March 31, 2026.

RESOLVED FURTHER THAT any of the Director and/or Chief Financial Officer and/or Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary or incidental to give effect to above resolution.”

11. PAYMENT OF COMMISSION TO MR. AGNIVESH AGARWAL (DIN: 00038950), NON-EXECUTIVE DIRECTOR OF THE COMPANY:

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 152, 197, and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Schedule V of the Act, including any statutory modification(s) or re-enactment thereof for the time being in force, the consent of Members of the Company be and is hereby accorded for payment of INR 10.93 Lakhs as commission to Mr. Agnivesh Agarwal, Non- Executive Director of the Company for the period from April 1, 2025, to January 7, 2026.

RESOLVED FURTHER THAT any of the Director and/or Chief Financial Officer and/or Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary or incidental to give effect to above resolution.”

**By Order of Board of Directors of
ESL Steel Limited**

**Place: Bokaro
Date: 03.09.2026**

**Manish Kumar Chaudhary
Company Secretary
ACS - 23037**

NOTES:

1. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended (Act') setting out material facts concerning the business with respect to Item No. 4, 5, 6, 7, 8, 9, 10 and 11 forms part of this Notice. Additional information regarding particulars of the directors seeking appointment/re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as an annexure to the Notice.
2. Ministry of Corporate Affairs ("MCA"), vide General Circular No. 03/2025 dated September 22, 2025, General Circular No. 09/2024 dated September 19, 2024, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 02/2022 dated May 5, 2022 and General Circular No. 20/2020 dated May 5, 2020 (collectively referred to as the "MCA Circulars"), has permitted companies to hold Annual General Meetings ("AGMs") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), without the physical presence of Members at a common venue, up to September 30, 2026. Accordingly, Members can attend and participate in the ensuing AGM through VC/OAVM.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, and May 05, 2020, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with KFin Technologies limited (Kfintech) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by Kfintech.
7. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars, the Notice calling the 19th AGM along with the Annual Report 2025-26, has been uploaded on the website of the Company at <https://www.eslsteel.com/>. The Notice along with Annual Report will also be available on the website of Kfintech (agency for providing the Remote e-Voting facility) i.e., <https://evoting.kfintech.com/>.
8. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
9. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested are available for inspection by the Members electronically on the website of Kfintech (agency for providing the Remote e-Voting facility) i.e. <https://emeetings.kfintech.com/> during the e-AGM.
10. The Register of Beneficial Owners, Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday 23 September 2026 to Tuesday, 29 September 2026 (both days inclusive) for the purpose of the 19th Annual General Meeting (AGM) of the Company.
11. In accordance with, the General Circular No. 20/2020 dated May 05, 2020 issued by MCA, read with circulars no. 14/2020 dated April 8, 2020, no. 17/20 dated April 13, 2020 and no. 02/21 dated January 13, 2021, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

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PROCEDURE FOR REMOTE E-VOTING

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFinTech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given below.
- ii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iii. The remote e-voting period commences on Saturday, 26th September, 2026 at 9:00 A.M. and ends on Monday, 28th September, 2026 at 5:00 P.M. During this period, the Members of the Company holding shares in physical form or in dematerialized form, as on the cut-off date being Tuesday, 22nd September, 2026, may cast their vote by electronic means in the manner and process set out hereinbelow. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote electronically shall not vote by way of poll, if held at the Meeting. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- iv. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- v. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with K Fintech for remote e-Voting then he /she can use his / her existing User Id and password for casting the vote.
- vi. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “Login method for remote e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode.”
- vii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1 : Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access to KFinTech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3 : Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. User already registered for IDeAS facility: I. Visit URL: https://eservices.nsdl.com II. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section. III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting .”

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	IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. 2. User not registered for IDeAS e-Services I. To register click on link : https://eservices.nsdl.com II. Select “Register Online for IDeAS” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in points 1 3. Alternatively, by directly accessing the e-Voting website of NSDL I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. Kfintech. V. On successful selection, you will be redirected to Kfintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing user who have opted for Easi / Easiest I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. Kfintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote. 2. User not registered for Easi/Easiest I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration II. Proceed with completing the required fields. III. Follow the steps given in point 1 3. Alternatively, by directly accessing the e-Voting website of CDSL I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. The system will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e. Kfintech where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	1. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. 2. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 3. Click on options available against company name or e-Voting service provider – Kfintech and you will be redirected to e-Voting website of Kfintech for casting your vote during the remote e-Voting period without any further authentication.

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Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) **“10200”** followed by folio number.-In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on “LOGIN”.
- iv. You will now reach the password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc..). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the “EVEN” i.e., **“ESL Steel Limited”** and click on “Submit”
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

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- x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
- xi. A confirmation box will be displayed. Click “OK” to confirm or else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id esl.shares@vedanta.co.in in with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format “Corporate Name _ Even No.”

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, all holders of physical securities shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through ‘In Person Verification’ (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials;

or

- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

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CIN: U27310JH2006PLC012663

Corporate Office: Lohanchal Colony, Plot No. 10, Beside Sector 12, Bokaro Steel City - 827012 Jharkhand, India
Email: esl.csoffice@vedanta.co.in

Details on Step 3 are mentioned below:

- III) Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.**
- a) Members will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFinTech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/KFinTech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquette to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.
 - b) Facility for joining AGM through VC/ OAVM shall open at least 15 minutes before the commencement of the Meeting.
 - c) Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
 - d) Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 - e) As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id, mobile number at esl.shares@vedanta.co.in . Questions /queries received by the Company till Sunday, 27th of September 2026, shall only be considered, and responded during the AGM.
 - f) The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
 - g) A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
 - h) The facility of joining the AGM through VC / OAVM shall be available for at least 2000 members on a first come first served basis.
 - i) Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.
 - j) For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

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Jharkhand, India
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OTHER INSTRUCTIONS

- I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from KFintech. On successful login, select 'Speaker Registration', which will be open from Saturday, 26th September 2026 (09:00 Hours IST) to Sunday, 27th September 2026 (17:00 Hours IST). Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.
- II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from KFintech. On successful login, select 'Post Your Question' option which will be open from Saturday, 26th September 2026 (09:00 Hours IST) to Sunday, 27th September 2026 (17:00 Hours IST).
- III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website) or contact Ms. C Shobha Anand at evoting@kfintech.com or call K Fintech's toll-free No. 1800-309-4001 for any further clarifications.
- IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Tuesday, 22nd of September 2026 being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- V. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:
 - i. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - ii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.
- VI. The result of the electronic voting shall be declared after the Annual General Meeting. The result along with the Scrutinizer's Report, shall also be placed on the website of the Company.

Other Instructions:

- i. The Board of Directors has appointed Mrs. Sarita Pandey (CP No. 20671), Proprietor of Sarita Pandey & Associates, Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process before and during the AGM in a fair and transparent manner.
- ii. The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock and count the votes cast during the AGM, and votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, and submit to the Chairman or a person authorised by him in writing who shall countersign the same.

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- iii. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company <https://www.eslsteel.com/> immediately after the result is declared by the Chairman or any other person authorised by the Chairman.

**By Order of Board of Directors of
ESL Steel Limited**

**Place: Bokaro
Date: 03.09.2026**

**Manish Kumar Chaudhary
Company Secretary
ACS - 23037**

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No. 4**

M/s. Lodha & Co LLP, Chartered Accountants (Firm Registration No. 301051E), the Statutory Auditors of the Company, tendered their resignation from the office of Statutory Auditor vide letter dated 26.08.2026, having, however, completed the statutory audit for the financial year 2025-26 prior to such resignation. The said resignation resulted in a casual vacancy in the office of Statutory Auditor within the meaning of Section 139(8) of the Companies Act, 2013. Form ADT-3 intimating the said resignation is being filed by the outgoing Auditor with the concern Registrar of Companies.

The Audit Committee and the Board of Directors, at their respective meetings held on 03.09.2026, considered the matter and recommended the appointment of M/s S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E/E300005), to fill the said casual vacancy, to hold office from 03.09.2026 up to the conclusion of this Annual General Meeting. The written consent of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, under Section 139(1) of the Companies Act, 2013, and their certificate under Section 141(3) confirming that the appointment is in accordance with the conditions prescribed under Section 141 and that they are not disqualified from being appointed as Auditors in terms of the provisions of the Companies Act, 2013, the Chartered Accountants Act, 1949, and the rules and regulations made thereunder.

As the said appointment is to fill a casual vacancy under Section 139(8) of the Companies Act, 2013, and does not fall within the ordinary business items specified under Section 102(2)(a) of the Act, the same is being placed before the members as Special Business for their approval.

The Board, on the recommendation of the Audit Committee, has approved a fee of ₹ 1.2 crore (One Crore and twenty Lakhs Only), exclusive of applicable taxes and out-of-pocket expenses, as may be incurred, for the scope of work related to the auditing services for FY 2026-27, and any variation in the fees, if any.

Further, any additional certifications, engagements or other permissible non-audit services, if required, shall be approved by the Audit Committee in accordance with applicable law and shall be within the prescribed regulatory limits. The Audit Committee and the Board of Directors shall approve any variation or revision in the fees payable during the year, as may be considered necessary or appropriate.

None of the Directors, Key Managerial Personnel of the Company, or their relatives, is in any way, financially or otherwise, concerned or interested in the resolution set out at Item No. 4 of the Notice.

The Board recommends the resolution set out at Item No. 4 for approval of the members as an Ordinary Resolution.

Item No. 5

The Board of Directors, on recommendation of Audit Committee, has approved the reappointment of M/s. Sanjiban & Co., Cost Accountants, (Registration No.: 000259) as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027, at a remuneration of INR 1,20,000 (Indian Rupees One Lakh Twenty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses at actual.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read together with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is subject to ratification by the shareholders of the Company. Accordingly, consent of the members is sought by way of passing an ordinary resolution as set out in Item No. 5 of the Notice for ratification of remuneration payable to the Cost Auditors for the financial year ending March 31, 2027.

The Board of Directors of the Company recommends passing resolution as set out in Item No. 5 of the Notice above, by way of Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives, is in any way, concerned or interested in the said resolution.

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Item No. 6

The Board of Directors by passing resolution by circulation dated 30th May, 2026 had appointed Mr. Vadalur Subramanian Radhakrishnan (DIN: 08064705) as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from 1st June, 2026, to hold office up to the date of the ensuing Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier.

The Company has received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a Member proposing the candidature of Mr. Vadalur Subramanian Radhakrishnan for appointment as an Independent Non-Executive Director of the Company.

Mr. Vadalur Subramanian Radhakrishnan is a seasoned professional with extensive experience in financial services, investment management and corporate governance. He holds a Master's degree in Commerce and an MBA and has served on the Boards of reputed companies including YES Bank Limited, Tata Capital Limited, Tata Capital Financial Services Limited, Manappuram Home Finance Limited and Tube Investments of India Limited. He is presently associated with various companies including Finqube Capital Private Limited, Tenmark Capital Private Limited and Tube Investments of India Limited and is also a Partner in Zenope Partners LLP.

Mr. Radhakrishnan possesses rich expertise in financial management, risk oversight, corporate governance and strategic decision-making. His extensive experience in financial services and diverse Board experience would enable him to provide valuable guidance and contribute effectively to the deliberations of the Board.

In the opinion of the Board, Mr. Vadalur Subramanian Radhakrishnan fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder for his appointment as an Independent Non-Executive Director of the Company and is independent of the management of the Company. He has also furnished a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

Accordingly, the Board recommends the appointment of Mr. Vadalur Subramanian Radhakrishnan as an Independent Non-Executive Director of the Company for a term of 1 (one) year with effect from 1st June, 2026 till 31st May 2027 as set out in Item No. 6 of the accompanying Notice, for approval of the Members.

Except Mr. Vadalur Subramanian Radhakrishnan, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution.

Item No. 7

The Board of Directors by passing Resolution by Circulation dated 29th August, 2026 had appointed Mr. Anoop Kumar Sharma (DIN: 03531392) as an Additional Director in the capacity of Independent Non-Executive Director of the Company with effect from 1st September, 2026, to hold office up to the date of the ensuing Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier.

The Company has received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a Member proposing the candidature of Mr. Anoop Kumar Sharma for appointment as an Independent Non-Executive Director of the Company.

Mr. Anoop Kumar Sharma is an experienced professional with extensive expertise in business leadership, strategic management, corporate governance, infrastructure, ports and logistics. During his distinguished career, he has held key leadership positions and possesses rich experience in operational management, strategic planning, risk management, stakeholder engagement and corporate affairs. He is presently serving as an Independent Director on the Boards of Kamarajar Port Limited, Ferro Alloys Corporation Limited and Vizag General Cargo Berth Private Limited. His experience, expertise and understanding of business operations and governance matters would enable him to provide valuable guidance and contribute effectively to the deliberations of the Board.

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In the opinion of the Board, Mr. Anoop Kumar Sharma fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder for his appointment as an Independent Non-Executive Director of the Company and is independent of the management of the Company. He has also furnished a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

Accordingly, the Board recommends the appointment of Mr. Anoop Kumar Sharma (DIN: 03531392) as an Independent Non-Executive Director of the Company for a term of 1 (one) year with effect from 1st September 2026 till 31st August, 2027, as set out in Item No. 7 of the accompanying Notice, for approval of the Members.

Except Mr. Anoop Kumar Sharma, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said Resolution.

Item No. 8

The Board of Directors at its meeting held on 28th July, 2026 had appointed Mr. Pankaj Kumar Sharma (DIN: 10213819) as an Additional Director in the capacity of Non-Executive Director of the Company with effect from 1st August, 2026, to hold office up to the date of the ensuing Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. The Company has received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a Member proposing the candidature of Mr. Pankaj Kumar Sharma for the office of Director.

Mr. Pankaj Kumar Sharma is a distinguished industry professional with over 26 years of experience across the cement, metals, manufacturing and mining sectors. He is a Mechanical Engineering graduate and a certified TQM Professional from AOTS, Japan.

Since 2018, Mr. Sharma has been associated with Vedanta Limited and has held senior leadership positions with Hindustan Zinc Limited and BALCO. He has also served as Chief Executive Officer and Whole-Time Director of Ferro Alloys Corporation Limited. Earlier, he was associated with reputed organizations including ACC Limited, Lafarge Holcim, CTIL and JSW Cement. He has also attended executive development programmes at reputed institutions including IMD Lausanne, IIM Ahmedabad, ISB Hyderabad and the University of St. Gallen, Switzerland.

Mr. Sharma brings extensive experience in operations, strategic management, business transformation and organizational excellence. His technical expertise, leadership experience and understanding of industrial operations would enable him to provide valuable guidance and contribute effectively to the deliberations of the Board.

In the opinion of the Board, Mr. Pankaj Kumar Sharma fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder for his appointment as a Non-Executive Director of the Company. Accordingly, the Board recommends the appointment of Mr. Pankaj Kumar Sharma as a Non-Executive Director of the Company for a term of 1 (one) year with effect from 1st August 2026 till 31st of July 2027, as set out in Item No. 8 of the accompanying Notice, for approval of the Members.

Except Mr. Pankaj Kumar Sharma, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution.

Item No. 9, 10 and 11

The Members of the Board, on recommendation of Nomination & Remuneration Committee, have approved payment of commission to Mr. Thomas Mathew T, Mr. Subodh Kumar Rai, Independent Directors and Mr. Agnivesh Agarwal, Non-Executive Director at its meeting held on 18th April 2026, subject to approval of shareholders at the ensuing Annual General Meeting. Mr. Thomas Mathew T, Mr. Subodh Kumar Rai, Independent Directors and Mr. Agnivesh Agarwal, Non-Executive Directors being interested, neither participated nor voted in their respective matters.

Pursuant to provisions of Section 149, 152, 197, 198 and any other applicable provisions of the Companies Act, 2013 and amendment thereof, the Company has proposed to pay commission to Independent Directors and Mr. Agnivesh Agarwal, Non-Executive Director. The quantum of commission for the Directors is based on overall performance, engagement, and effective evaluation by them. The factors include quantitative and qualitative aspects. The Directors have rich experience

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and have shown active participation during FY 26 in discussions related to various business processes which includes IT, security, asset optimization, compliances, capex, etc. They have provided guidance and support to the management for improvement. Various other factors include attendance, time spent in Board & Committee meetings and operational matters, contribution made by the Directors other than the meetings for overall improvement and effective management of the company.

Since the profit for FY26 calculated as per Section 198 of the Companies Act, 2013, is inadequate, therefore the commission calculated is in accordance with the provisions of Schedule V of Companies Act, 2013.

The Board of Directors of the Company, therefore, recommends passing the resolutions as set out in Item No. 9, 10 and 11 of the Notice above by way of ordinary resolution.

Except Mr. Thomas Mathew T, Mr. Subodh Kumar Rai and Mr. Agnivesh Agarwal, none of the Directors and Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the said resolution.

**By Order of Board of Directors of
ESL Steel Limited**

**Place: Bokaro
Date: 03.09.2026**

**Manish Kumar Chaudhary
Company Secretary
ACS - 23037**

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Annexure to AGM Notice dated 03.09.2026.

Details of the Directors seeking appointment/re-appointment in terms of Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of Companies Act, 2013.

Name of the Director	Mr. Ravish Sharma
Category of Director	Whole Time Director
Director's Identification Number (DIN)	10914990
Date of Birth	25/12/1981
Age	44 years
Date of Appointment	24/01/2025
Qualification	Bachelor of Mechanical Engineering.
Brief Resume/ Expertise	Mr. Ravish Sharma has been the Chief Executive Officer at ESL Steel Ltd. He is recognized for his strategic vision, operational acumen, and unwavering commitment to safety, quality, and continuous improvement. Mr. Ravish possesses a proven ability to optimize complex operations, drive substantial improvements in productivity and efficiency, and foster a culture of excellence within large-scale industrial environments. Mr. Ravish is a graduate in Mechanical Engineering from Rajiv Gandhi Prodyogiki Vishwavidyalaya, Bhopal (2004 batch) and has completed the Senior Leadership Development Program from Indian School of Business (ISB), Hyderabad (2024). Mr. Ravish has been awarded by various recognitions like Great Manager Award 2018 Enhancing People Performance Category People Business & Economic Times, Best COO Award (2021), star of business Recognition.
Date of first appointment / re-appointment on the Board	24/01/2025
Remuneration last drawn –	Rs 1,04,78,438 – for FY 25-26
Relationship with other Directors/KMPs/Managers	None as per the definition of Relatives specified in the Companies Act, 2013.
Number of Board meetings attended during the year.	Please refer the Board Report of FY26.
Terms & conditions of appointment/ re-appointment	As approved by the Board and as per Company's Policy.
Number of Memberships in Audit/Stakeholder Committee.	Member in Stakeholder Relationship Committee
Directorships, in other companies as on the date of appointment/reappointment	NIL
Number of shares held in the Company as on 31.03.2026.	NIL

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Annexure to AGM Notice dated 03.09.2026

Details of the Directors seeking appointment/re-appointment in terms of Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of Companies Act, 2013.

Name of the Director	Mr. Vadalur Subramanian Radhakrishnan
Category of Director	Non-Executive Independent Director
Director Identification Number (DIN)	08064705
Date of Birth	18/01/1963
Age	63 years
Date of Appointment	01.06.2026
Qualification	Master's degree in commerce and Master of Business Administration (MBA).
Brief Resume/ Expertise	Mr. Vadalur Subramanian Radhakrishnan is a seasoned professional with extensive experience in financial services, investment management and corporate governance. He has served on the Boards of several reputed companies including YES Bank Limited, Tata Capital Limited, Tata Capital Financial Services Limited, Manappuram Home Finance Limited and SBI Macquarie Infrastructure Management Private Limited. Mr. Radhakrishnan has also been associated with reputed corporates including Tube Investments of India Limited and is presently associated with Fincube Capital Private Limited, Tenmark Capital Private Limited and Tube Investments of India Limited. He is also a Partner in Zenope Partners LLP. He brings rich expertise in financial management, risk oversight, corporate governance, strategic decision-making and financial markets, which will enable him to provide valuable guidance to the Company.
Date of first appointment / re-appointment on the Board	01.06.2026
Remuneration last drawn	Not Applicable
Relationship with other Directors/KMPs/Managers	None as per the definition of Relatives specified in the Companies Act, 2013.
Number of Board meetings attended during the year.	Not Applicable
Terms & conditions of appointment/ re-appointment	As approved by the Board and as per Company's Policy.
Number of Memberships in Audit/Stakeholder Committee.	Member in Audit and Stakeholder Relationship Committee.
Directorships, in other companies as on the date of appointment/reappointment	04
Number of shares held in the Company as on 31.03.2026	NIL

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Annexure to AGM Notice dated 03.09.2026

Details of the Directors seeking appointment/re-appointment in terms of Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of Companies Act, 2013.

Name of the Director	Mr. Anoop Kumar Sharma
Category of Director	Non-Executive Independent Director
Director's Identification Number (DIN)	DIN: 03531392
Date of Birth	21/08/1960
Age	66 years
Date of Appointment	01.09.2026
Qualification	Graduate in Engineering
Brief Resume/ Expertise	Mr. Anoop Kumar Sharma is an experienced professional with extensive expertise in business leadership, strategic management, corporate governance, infrastructure, ports and logistics. During his distinguished career, he has held key leadership positions and possesses rich experience in operational management, strategic planning, risk management, stakeholder engagement and corporate affairs. He is presently serving as an Independent Director on the Boards of Kamarajar Port Limited, Ferro Alloys Corporation Limited and Vizag General Cargo Berth Private Limited. His experience, expertise and understanding of business operations and governance matters would enable him to provide valuable guidance and contribute effectively to the deliberations of the Board.
Date of first appointment / re-appointment on the Board	01.09.2026
Remuneration last drawn	Not Applicable
Relationship with other Directors/KMPs/Managers	None as per the definition of Relatives specified in the Companies Act, 2013.
Number of Board meetings attended during the year.	Not Applicable
Terms & conditions of appointment/ re-appointment	As approved by the Board and as per Company's Policy.
Number of Memberships in Audit/Stakeholder Committee.	Member in Audit committee.
Directorships, in other companies as on the date of appointment/reappointment	03
Number of shares held in the Company as on 31.03.2026.	NIL

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Registered Office: Siyaljori, P.O. Jogidih, O.P. Bangaria, P.S. Chandankyari, Bokaro, Pin - 828303
 Jharkhand, India
 CIN: U27310JH2006PLC012663

Corporate Office: Lohanchal Colony, Plot No. 10, Beside Sector 12, Bokaro Steel City - 827012
 Jharkhand, India
 Email: esl.csoffice@vedanta.co.in

Annexure to AGM Notice dated 03.09.2026

Details of the Directors seeking appointment/re-appointment in terms of Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of Companies Act, 2013.

Name of the Director	Mr. Pankaj Kumar Sharma
Category of Director	Non-Executive Director
Director's Identification Number (DIN)	10213819
Date of Birth	30/11/1976
Age	49 Years
Date of Appointment	01.08.2026
Qualification	Bachelor's degree in mechanical engineering and Certified TQM Professional from AOTS, Japan.
Brief Resume/ Expertise	Mr. Pankaj Kumar Sharma is a distinguished industry professional with over 26 years of experience across the cement, metals, manufacturing and mining sectors. He is a Mechanical Engineering graduate and a certified TQM Professional from AOTS, Japan. Since 2018, he has been associated with Vedanta Limited and has held senior leadership positions with Hindustan Zinc Limited and BALCO, driving operational efficiency, business transformation and strategic growth. Mr. Sharma has also served as Chief Executive Officer and Whole-Time Director of Ferro Alloys Corporation Limited and has earlier been associated with reputed organisations including ACC Limited, Lafarge Holcim, CTIL and JSW Cement. He brings extensive expertise in operations, strategic management, business transformation and organisational excellence, supported by executive development programmes from institutions including IMD Lausanne, IIM Ahmedabad, ISB Hyderabad and the University of St. Gallen, Switzerland.
Date of first appointment / re-appointment on the Board	01.08.2026
Remuneration last drawn	Not Applicable
Relationship with other Directors/KMPs/Managers	None as per the definition of Relatives specified in the Companies Act, 2013.
Number of Board meetings attended during the year.	Not applicable
Terms & conditions of appointment/ re-appointment	As approved by the Board and as per Company's Policy.
Number of Memberships in Audit/Stakeholder Committee.	Member in Audit committee
Directorships, in other companies as on the date of appointment/reappointment	01
Number of shares held in the Company as on 31.03.2026.	NIL

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