

**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; Phn No.: 033-4005 7777;

Fax No. 033-23982239; Website: www.mspsteel.com; E-mail: investor.contact@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 ballot/poll) for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Saturday, September 23rd, 2017 at 12:30 P.M. at Kala Kunj, 48 Shakespeare Sarani, Kolkata-700017, and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Description of Resolution	Optional*
	Ordinary Business	For/Against
1	Adoption of Annual Accounts	
2	Appointment of Mr. Suresh Kumar Agrawal (DIN:00587623) as Director liable to retire by rotation	
3	Appointment of Statutory Auditor	
	Special Business	
4	Increase in the Authorised Share Capital and consequential amendments to Memorandum of Association of the Company	
5	Issue & Allotment of Equity Shares Arising On Conversion of 6% Redeemable Non-Cumulative Preference Shares to Compulsorily Convertible Preference Shares ('CCPS') and Equity Shares	
6	Approval fro conversion of Loan by Lenders into Optionally Convertible Debentures (OCDs) of the Company ('Securities') pursuant to implementation of the Reserve Bank of India S4A Scheme for the Company	
7	Ratification of remuneration payable to Mr. Sambhu Banerjee appointed as the Cost Auditor of the Company for the F.Y. 2017-18	

Signed this ____ day of ___, 2017

Signature of the Shareholder _____

Signature of the Proxy holder (s) _____

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.

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Phn No.: 033-4005 7777; Website: www.mspsteel.com; E-mail: contactus@mspsteel.com**ATTENDANCE SLIP**

DP ID *	
Client ID*	

Folio No.	
No. of Shares	

*** Applicable for investors holding shares in electronic form****NAME OF THE SHAREHOLDER: _____**

(IN BLOCK LETTERS)

I /we hereby record my presence at the Annual General Meeting of the Company to be held on Saturday, September 23rd, 2017 at 12:30 P.M. at Kala Kunj, 48 Shakespeare Sarani, Kolkata-700017.

Signature of Shareholder / proxy _____