



AANCHAL ISPAT LIMITED

**MOUZA-CHAMRAIL. NATIONAL HIGHWAY-6,
LILUAH, HOWRAH-711114**

Email ID: *aanchalispatt1996@gmail.com*

CIN: L27106WB1996PLC076866

NOTICE EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that an Extra-Ordinary General Meeting (EGM) of the Members of Aanchal Ispat Limited (“Company”) will be held on Thursday, 19th day of February 2026 at 01:30 PM (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) (hereinafter referred to as “Notice”) to transact the following businesses:

SPECIAL BUSINESS:

ITEM NO. 01

TO CHANGE THE NAME OF THE COMPANY FROM ‘AANCHAL ISPAT LIMITED’ TO ‘MONTERA LIMITED’

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section(s) 4, 5, 13, 14, 15 and all other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), read with Rule 29 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and any other applicable law(s), regulation(s), rule(s) or guideline(s), the enabling provisions of the Memorandum of Association and the Articles of Association of the Company and Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), and subject to the approval of Registrar of Companies (“**ROC**”) and other regulatory authorities, as may be applicable, consent of the members of the Company be and is hereby accorded to change the name of the Company from ‘**Aanchal Ispat Limited**’ to ‘**Montera Limited**’.

RESOLVED FURTHER THAT the existing Name Clause of the Memorandum of Association (MOA) of the Company be altered and substituted with the following clause:

- I. The name of the Company is “MONTERA LIMITED”.**

RESOLVED FURTHER THAT in accordance with the Section 14 of the Companies Act, 2013, the Articles of Association (AOA) of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee thereof or any Director or the Company Secretary authorized by the Board) be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies, making applications to stock exchanges, executing documents, and settling any questions or difficulties that may arise in this regard.”



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ITEM NO. 02

TO ALTER OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 4, 13, and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals as may be required, the consent of the Members of the Company be and is hereby accorded to add the following new clause under **Clause III (A) 2,3,4– Objects to be pursued by the Company on its incorporation** of the Memorandum of Association of the Company:

2. “To carry on in India or elsewhere the business of assembling, fabrication, manufacture, production, processing, converting, repairing, renovating, servicing, buying, selling, leasing, importing, exporting, warehousing, marketing or otherwise dealing in electrical products such as insulating tapes and resins, connecting products, power cable splicing and terminating kits and materials, cables and fireproofing tapes, fire barrier products, fire carrier products, twist-on electrical wire connectors and self-stripping connectors, wire terminals, lugs and connectors, wire marker tapes and books, crimping tools and cable ties for construction, maintenance electrical contractors, utility and industrial power markets.”

3. “To carry on the business of contractors, executors, fabricators, moulders, forgers and engineers of all types including mechanical, electrical, civil, metallurgical and structural engineers, and to undertake planning, designing, consultancy, erection, construction, installation, commissioning, alteration, renovation, repair, maintenance and control of all kinds of plants, works, equipment and machinery established or required for the purpose of manufacturing, processing, producing or manipulating any material including steel of all kinds, ferrous and non-ferrous metals, rubber, electrical goods, agricultural implements and other allied products.”

4. “To carry on the business of manufacturer, buyer, seller, importer, exporter, dealer, inventor, shipper, fabricator, processor, producer and agent in railway carriage and wagon components, hoists, coaches, fittings and locomotive spares of all kinds.”

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered accordingly by incorporating the aforesaid new object clause.

RESOLVED FURTHER THAT the approval of the members of the Company be and is hereby accorded for commencing and carrying out new business and activities as included in the objects clause of the Company as altered above at such time or times as the Board may in its absolute discretion deem fit.



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RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee thereof or any Director or the Company Secretary authorized by the Board) be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, expedient, or desirable to give effect to this resolution, including filing of necessary forms with the Registrar of Companies, making disclosures to the stock exchanges, executing documents, and settling any questions, difficulties, or doubts that may arise in this regard."

ITEM NO. 03

TO APPROVE BORROWING POWERS OF THE BOARD UNDER SECTION 180(1)(a) and 180(1)(c) OF THE COMPANIES ACT, 2013

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the relevant rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals as may be required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee thereof) to borrow any sum or sums of money, from time to time, for the purposes of the Company, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves, and securities premium of the Company, provided that the total amount so borrowed shall not **exceed ₹ 100 crores (Rupees Hundred Crores only) at any time.**

RESOLVED ALSO THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals, consents, permissions, and sanctions as may be necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee thereof) to sell, lease, transfer, assign, mortgage, or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company, or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking, on such terms and conditions and for such consideration as the Board may deem fit in the best interest of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to borrow monies on such terms and conditions as it may deem fit, including by way of loans, advances, credit facilities, issue of debentures or other securities, whether secured or unsecured, and from such banks, financial institutions, bodies corporate, or other persons as may be considered appropriate.



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RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, expedient, or desirable to give effect to this resolution, including execution of documents, agreements, and writings, and to settle any questions, difficulties, or doubts that may arise in this regard.”

ITEM NO. 04

TO MAKE APPROVAL TO ADVANCE ANY LOAN OR GIVE GUARANTEE OR PROVIDE SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013

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

“RESOLVED THAT pursuant to the provisions of **Section 185(2)** and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals as may be required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee thereof) to give loans to, including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by:

- any person in whom any of the Directors of the Company is interested, or
- any company in which any Director of the Company is a director or Member, or
- anybody corporate in which 25% or more of the voting power is exercised or controlled by any Director or by two or more such Directors, or
- anybody corporate, the Board of Directors, Managing Director, or Manager whereof is accustomed to act in accordance with the directions or instructions of the Board or of any Director or Directors of the Company,

provided that the aggregate amount of such loans, guarantees, and securities shall not exceed **₹ 50 crore (Rupees Fifty crore only)** at any time.

“RESOLVED FURTHER THAT the Directors and Company Secretary of the Company be and are hereby authorised jointly and severally to sign any document or agreement appoint any professionals, advocate for above proposed transaction on behalf of the Company and take necessary steps and to do all acts, deeds and things as may be necessary and incidental to give effect to this resolution.”



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ITEM NO. 05

TO MAKE APPROVAL OF LOANS OR INVESTMENT(S) OR PROVIDE SECURITY AND GUARANTEE IN EXCESS OF THE PRESCRIBED LIMITS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

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

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions if any of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such approvals as may be necessary and subject to the compliance of applicable laws, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee thereof) to:

- a) give loan to any person or body corporate or give guarantee or provide security in connection with a loan to any other person or body corporate provided that the aggregate amount of such loan investment and guarantee outstanding at any time shall **not exceed Rs. 60 Crores (Rupees Sixty Crores)**;
- b) Make investment and acquire by way of subscription, purchase or otherwise securities of any other body corporate by cash or swap of shares or other mode or any combination thereof provided that the total amount of such investments outstanding at any time shall **not exceed Rs. 80 Crores (Rupees Eighty Crore)**;

RESOLVED FURTHER THAT the Directors and Company Secretary of the Company be and are hereby authorised jointly and severally to sign any document or agreement appoint any professionals, advocate for above proposed transaction on behalf of the Company and take necessary steps and to do all acts, deeds and things as may be necessary and incidental to give effect to this resolution including filing of necessary e-forms, if any, with the Registrar of Companies, Kolkata, West Bengal.”

ITEM NO. 06

TO MAKE APPROVAL OF RELATED PARTY TRANSACTIONS

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



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“RESOLVED THAT pursuant to the provisions of **Section 188(1)** and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation **23** of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other applicable laws, rules, and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals as may be required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into and/or continue to enter into the following related party transaction(s), whether individual or taken together, on such terms and conditions as may be mutually agreed, notwithstanding that such transaction(s) may exceed the thresholds prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015:

Sl. No.	Name Of Related Party	Nature Of Relationship	Nature Of Transaction	Maximum Value Per Annum
1.	Maina International Limited	Company in which KMP / Relatives of KMP can exercise significant influence.	Sale of Iron & Steel Products	100 crores
2.	Maina International Limited	Company in which KMP / Relatives of KMP can exercise significant influence	Purchase of Iron & Steel Products	100 Crores
2.	Maina International Limited	Company in which KMP / Relatives of KMP can exercise significant influence.	Rendering of services- Job Work Charges	25 crores
3.	Maina Securities Private Limited	Company in which KMP / Relatives of KMP can exercise significant influence	Loans & advances	20 crores
4.	Pratik Suppliers Private Limited	Company in which KMP / Relatives of KMP can exercise significant influence	Loans & Advances	20 crores
5.	Penguin Creation Private Limited	Company in which KMP / Relatives of KMP can exercise significant influence	Loans & Advances	25 crores

RESOLVED FURTHER THAT the said related party transaction(s) shall be carried out on an **arm's length basis** and in the **ordinary course of business**, to the extent applicable.



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RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee thereof or any Director or the Company Secretary authorized by the Board) be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution, including finalizing and executing agreements, issuing necessary disclosures to the stock exchanges, and filing of requisite returns with statutory authorities."

Date: 22/01/2026

Registered Office:

Mouza-Chamarail
National Highway-6,
Liluah, Howrah-711114

**On the order of the Board of Directors
of Aanchal Ispat Limited**

Sd/-

**Puspendu Kayal (Company
Secretary)**



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NOTES:

1. The Explanatory Statement pursuant to the provisions of Sections 102 of the Act stating material facts and reasons for the proposed resolution is annexed hereto and forms part of this Notice.
2. Pursuant to General Circular issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and latest being the 09/2024 dated September 19, 2024 read with SEBI Circular No. SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 the EGM of the Company is being conducted through Video Conferencing or Other Audio-Visual Means (“VC/OAVM”), which does not require physical presence of members at a common venue. The venue of the Extra-ordinary General Meeting shall be deemed to be the Registered Office of the Company.
3. 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 Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and September 19, 2024 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with **Purva Shareregistry (India) Private Limited** (Purva) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by Purva.
4. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.aanchalispatt.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and the EGM Notice is also available on the website of Purva Shareregistry (India) Pvt Ltd (agency for providing the Remote e-Voting facility) i.e. <https://evoting.purvashare.com/>
5. Corporate / Institutional Members are entitled to appoint authorized representatives to vote on their behalf on the proposed Special Resolution. Institutional / Corporate Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned, certified copy (PDF Format) of their board or governing body’s resolution / authorisation, authorising their representative to vote through remote e-voting, to the Scrutinizer through e-mail at manisha_saraf2007@yahoo.co.in with a copy marked to PURVA at evoting@purvashare.com.
6. In terms of SEBI (LODR) Regulations, 2015, related parties shall abstain from voting on resolutions pertaining to approval of related party transactions, whether the entity is a related party to the particular transaction or not.



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7. All documents referred to in the Notice and the Explanatory Statement shall be available for inspection by the Members at the Registered Office of the Company during normal business hours on all working days up to the date of the EGM and shall also be available for inspection at the EGM.
8. The Notice of the EGM is being sent to the Members whose names appear in the Register of Members / list of beneficial owners as received from the Depositories as on record date i.e. **16th January 2026**, in accordance with applicable laws.
9. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
10. The Board of Directors in their meeting held on **21st January 2026** have appointed M/s **Manisha Saraf & Associates**, Practicing Company Secretaries as the **Scrutinizer** for conducting the remote e-voting process in a fair and transparent manner for the EGM.

11. **THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

- (i) The voting period begins on **16th February 2026 at 09.00 AM** and ends on **18th February 2026 at 05.00 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, 12th February 2026** may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not



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only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY /LINKINTIME/PURVA, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication,



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	<p>you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. 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. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="829 1296 1235 1538" data-label="Image"> </div> <p>5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, 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. Click on company name or e-</p>



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login through their Depository Participants	Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
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 022-23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meetings for shareholders other than individual shareholders holding in Demat form & physical shareholders.

- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- 2) Click on “Shareholder/Member” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 5) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual 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) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the



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	Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
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. <ul style="list-style-type: none">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 (v).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (xi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.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.
 - 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.



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- Alternatively, non-individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@aanchalispatt.com (designated email address by company), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the EGM is the same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@aanchalispatt.com. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@aanchalispatt.com, these queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.



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10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORY.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@aanchalispatt.com/evoting@purvashare.com
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Shareregistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.



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EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102 OF THE COMPANIES ACT, 2013

ITEM NO.01

TO CHANGE THE NAME OF THE COMPANY FROM ‘AANCHAL ISPAT LIMITED’ TO ‘MONTERA LIMITED’

The present name of the Company, **Aanchal Ispat Limited**, reflects the Company’s earlier business activities. In view of the Company’s evolving business strategy, diversification, and future growth plans, the Board of Directors believes that a new name would better reflect the Company’s vision, positioning, and corporate identity.

Accordingly, the Board of Directors at its meeting held on **21ST January 2026** approved the proposal to change the name of the Company to ‘**Montera Limited**’, subsequent approval of the RUN application by the Ministry of Corporate Affairs (MCA) vide its approval letter dated 07th January 2026, subject to the approval of the Members, Registrar of Companies(ROC) and the Stock exchange, as well as compliance with Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The proposed name is available and not identical with or resembling the name of any existing company, subject to final approval by the Registrar of Companies.

The change of name will not affect the legal status of the Company, its corporate identity, or its rights and obligations. The Company will continue to be the same legal entity with the same management, assets, liabilities, and contractual obligations.

The Company has complied with Regulation 45 of the Listing Regulations, to the extent they are applicable, and has also obtained a certificate from a Practicing Chartered Accountant in respect of the same, copy of which is annexed herewith as **Annexure A**.

Pursuant to Section 13 of the Companies Act, 2013, approval of the Members by way of a Special Resolution is required for change of name of the Company. Hence, the Board recommends the resolution set out at Item No. 01 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel, or their relatives is in any way concerned or interested, financially or otherwise, in the proposed resolution.



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ITEM NO. 02

TO ALTER OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY

The existing object clause of the Company does not specifically cover certain proposed business activities which the Company intends to undertake as part of its expansion and diversification strategy. In order to enable the Company to pursue these activities lawfully and efficiently, it is considered necessary to add a new object under Clause III (A) of the Memorandum of Association.

The Board of Directors of the Company, at its meeting held on **21st January 2026**, approved the proposal for addition of the aforesaid object clause, subject to the approval of the Members of the Company and such statutory approvals as may be required.

The proposed alteration in the object clause will provide the Company with greater operational flexibility and will not affect the existing business, legal status, or obligations of the Company. Appropriate disclosure shall be made to the stock exchanges in terms of Regulation 30 of the SEBI (LODR) Regulations, 2015, as applicable.

Pursuant to Section 13 of the Companies Act, 2013, the alteration of the object clause requires approval of the Members by way of a Special Resolution. The Board accordingly recommends the resolution set out at Item No. 02 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives is concerned or interested, financially or otherwise, in the said resolution.

ITEM NO. 03

TO APPROVE BORROWING POWERS OF THE BOARD UNDER SECTION 180(1)(a) and 180(1)(c) OF THE COMPANIES ACT, 2013

In view of the Company's present and future funding requirements for business expansion, working capital needs, capital expenditure, and other corporate purposes, it is considered necessary to enhance the borrowing powers of the Board.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a company cannot borrow money in excess of the aggregate of the paid-up share capital, free reserves, and securities premium of the Company, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, unless the consent of the Members is obtained by way of a Special Resolution.

Accordingly, the Board of Directors of the Company, at its meeting held on **21ST January 2026**, has approved, subject to the approval of the Members, a proposal to authorize the Board to borrow monies, from time to time, for the purposes of the Company, notwithstanding that the monies to be borrowed together with the monies already borrowed may exceed the aggregate of the paid-up share capital, free reserves, and securities



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premium of the Company, provided that the total amount so borrowed shall not exceed **₹ 100 crores (Rupees Hundred Crore Rupees only)** at any time.

The proposed borrowing limit will provide the Board with operational flexibility to raise funds, as and when required, in the best interest of the Company. The borrowings may be availed in the form of loans, credit facilities, debentures, or other permissible instruments, whether secured or unsecured, from banks, financial institutions, or other lenders, on such terms and conditions as the Board may deem fit.

In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Further, Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the General Meeting.

None of the Directors, Key Managerial Personnel of the Company, or their relatives is concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 03 of the Notice for approval by the Members.

ITEM NO. 04

TO MAKE APPROVAL TO ADVANCE ANY LOAN OR GIVE GUARANTEE OR PROVIDE SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013

Section 185 of the Companies Act, 2013 regulates the grant of loans, guarantees, and securities by a company to its Directors and to persons in whom Directors are interested. While Section 185(1) imposes an absolute prohibition on certain transactions, Section 185(2) permits a company to advance loans, including any loan represented by a book debt, or to give any guarantee or provide any security in connection with any loan taken by persons in whom any Director of the Company is interested, subject to compliance with the conditions prescribed therein.

One of the key conditions under Section 185(2) is that such transactions require the approval of the Members of the Company by way of a Special Resolution, and that the loans are granted at an interest rate not lower than the yield of one-year, three-year, five-year, or ten-year Government Security closest to the tenor of the loan.

In view of the Company's business requirements and to facilitate financial assistance to certain entities falling within the permissible categories under Section 185(2) of the Companies Act, 2013, the Board of Directors of the Company, at its meeting held on **21st January, 2026**, has approved, subject to the approval of the Members, a proposal to authorize the Board to grant loans, provide guarantees, or offer securities in connection with loans to such persons, up to an aggregate limit of **₹ 50 crores (Rupees Fifty Crores only)**.



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The proposed authorization will enable the Company to meet its business and strategic objectives while ensuring compliance with the provisions of the Companies Act, 2013. The transactions, if any, will be carried out in accordance with the applicable provisions of law and on terms and conditions as may be determined by the Board from time to time.

The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Special Resolution set out at Item No. 04 of the Notice for approval by the Members.

ITEM NO. 05

TO MAKE LOANS OR INVESTMENT(S) OR PROVIDE SECURITY AND GUARANTEE IN EXCESS OF THE PRESCRIBED LIMITS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

As a part of its business strategy, the company may be required to invest the funds of the Company or provide loan security and/or guarantee in furtherance of its business objectives or to carry out its business operations as per defined policies and guidelines.

The said investment/ Loan/ securities and/or guarantee taken together may at any time exceed the limits defined under Section 186 of the Companies Act, 2013. In terms of the provisions of section 186 of the Companies Act, 2013, authority to the Board of Directors of the Company to give loan(s), give guarantee(s), provide security(ies) and to make investment(s) together with loan(s) / guarantee(s) / security(ies) already given and investments already made by the Company to other body corporate(s) or person(s) or bank(s) or other Financial institution(s) in the ordinary course of business exceeding the prescribed limits i.e.

- i) sixty per cent of the aggregate of the paid-up share capital its free reserves and securities premium account of the Company, or
- ii) hundred per cent of its free reserves and securities premium account of the Company whichever is more, needs prior approval of shareholders of the Company by means of a special resolution.



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Accordingly, present resolution is proposed for approval of the members to authorize the board of directors of the Company to:

- (a) give loan to any person or body corporate or give guarantee or provide security in connection with a loan to any other person or body corporate provided that the aggregate amount of such loan investment and guarantee outstanding at any time shall not exceed **Rs. 60 Crores**; and
- (b) Make investment and acquire by way of subscription, purchase or otherwise securities of any other body corporate by cash or swap of shares or other mode or any combination hereof provided that the total amount of such investments outstanding at any time shall not exceed **Rs. 80 Crores**, which exceeds the prescribed ceiling under Section 186 of the Companies Act 2013.

None of the Directors and Key Managerial Personnel and their relatives is any way concerned or interested Financially or otherwise in the resolution.

The Board of Directors recommends the resolution as set out at Item No. 05 for approval of the members as Special resolution.

ITEM NO. 06

TO MAKE APPROVAL OF RELATED PARTY TRANSACTIONS

Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, regulates related party transactions entered into by a company. In terms of the said provisions, certain transactions with related parties require prior approval of the Board of Directors and, where the value of such transactions exceeds the prescribed thresholds, prior approval of the Members of the Company by way of a Special Resolution.

The Company, in the ordinary course of its business, proposes to enter into / continue to enter into certain transactions with its related parties, as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These transactions may include, inter alia, sale or purchase of goods or materials, availing or rendering of services, leasing of property, or such other transactions as may be permitted under Section 188 of the Companies Act, 2013.

The Audit Committee of the Company has, at its meeting held on **21st January 2026**, reviewed and approved the proposed related party transaction(s), and the Board of Directors, at its meeting held on **21st January 2026**, has approved the same, subject to the approval of the Members of the Company.

Since the aggregate value of the proposed transaction(s) is likely to exceed the thresholds prescribed under the Companies Act, 2013 and/or the SEBI (LODR) Regulations, 2015, approval of the Members by way of a Special Resolution is required. The proposed transaction(s) shall be carried out on an arm's length basis and in the ordinary course of business, to the extent applicable.



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The material particulars of the proposed related party transaction(s) are provided below:

Sl. No.	Name Of Related Party	Nature Of Relationship	Nature Of Transaction	Maximum Value Per Annum
1.	Maina International Limited	Company in which KMP / Relatives of KMP can exercise significant influence.	Sale of Iron & Steel Products	100 crores
2.	Maina International Limited	Company in which KMP / Relatives of KMP can exercise significant influence	Purchase of Iron & Steel Products	100 Crores
2.	Maina International Limited	Company in which KMP / Relatives of KMP can exercise significant influence.	Rendering of services- Job Work Charges	25 crores
3.	Maina Securities Private Limited	Company in which KMP / Relatives of KMP can exercise significant influence	Loans & advances	20 crores
4.	Pratik Suppliers Private Limited	Company in which KMP / Relatives of KMP can exercise significant influence	Loans & Advances	20 crores
5.	Penguin Creation Private Limited	Company in which KMP / Relatives of KMP can exercise significant influence	Loans & Advances	25 crores

In terms of the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (LODR) Regulations, 2015, the related parties shall abstain from voting on the resolution.

None of the Directors, Key Managerial Personnel of the Company, or their relatives, except to the extent of their shareholding, if any, is concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Special Resolution set out at Item No. 06 of the Notice for approval by the Members.

Date: 22/01/2026

Registered Office:

Mouza-Chamarail
National Highway-6,
Liluah, Howrah-711114

**On the order of the Board of Directors
of Aanchal Ispat Limited**

Sd/-

**Puspendu Kayal
(Company Secretary)**



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ANNEXURE-A

To,
The Board of Directors
Aanchal Ispat Limited
Mouza-Chamarail, NH-6,
Liluah, West Bengal-711114

Subject: Certificate pursuant to Regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015

The report is issued in accordance with the terms of our engagement letter dated 21.01.2026 for the above said work.

We have been requested by the management of the Aanchal Ispat Limited ("the Company") to issue a certificate certifying the compliance of with conditions prescribed under Sub-Regulation (1) of Regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015 ("Regulation") for change of the name of the Company from "Aanchal Ispat Limited" to "Montera Limited".

Based on the procedures performed as outlined above and the representations provided to us, and on the basis of information and explanations provided to us by the management, we confirm that:

Regulation	Particulars	Opinion
45(1)(a)	Time period of at least one year as elapsed from the last name change.	The Company has not changed its name since at least one year.
45(1)(b)	At least fifty percent. of the total revenue in the preceding one-year period has been accounted for by the new activity suggested by the new name;	Not applicable , since there is no change in the activity/project of the Company in the preceding one-year period.
45(1)(c)	The amount invested in the new activity/project is atleast fifty percent. of the assets of the listed entity:	Not Applicable , since there is no change in the activity/project of the Company.

This Certificate is issued at the request of the Company pursuant to the requirement of Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for onwards submission to the Stock Exchange, where the Equity Shares of the Company are listed.

For R. Modi & Co.
Chartered Accountants
Firm Registration No.: 327727E



Rahul Kumar Modi
(Partner)
Membership No.: 302983
UDIN: 26302983TPEOKV8205



Place: Kolkata
Date: 22-01-2026