



BHUSHAN STEEL LIMITED

Regd. Office : F-Block, 1st Floor, International Trade Tower,
Nehru Place, New Delhi-110 019

To

The Members
Bhushan Steel Limited

Sub : Abstract and Memorandum of Concern/ Interest under Section 302 of the Companies Act, 1956.

Dear Members,

The Board of Directors of the Company, at their meeting held on 14th November 2011, approved the Increase in Remuneration of Mr. Neeraj Singal, Vice-Chairman and Managing Director, Mr. Nittin Johari, Mr. Rahul Sen Gupta and Mr. P. K. Aggarwal, Whole-time Directors w. e. f. 1st December, 2011 for the remaining period of their appointment taking into consideration the prevalent norms in the Industry, experience, exposure and expertise of the said Directors. Increase of Remuneration of the Vice-Chairman and Managing Director and Whole-time Directors have also been approved by the Remuneration Committee of the Board of Directors. The terms of Remuneration specified below will be placed before the members in the general meeting for their approval.

As required under Section 302 of the Companies Act, 1956, an abstract of the terms of the increase in remuneration of Mr. Neeraj Singal, Vice-Chairman and Managing Director, Mr. Nittin Johari, Mr. Rahul Sen Gupta and Mr. P. K. Aggarwal, Whole-time Directors w. e. f. 1st December, 2011 and Memorandum of Concern/ Interest is being sent to the shareholders as set out herein below:-

ABSTRACT

1. INCREASE IN REMUNERATION OF SH. NEERAJ SINGAL

In partial modification of Resolution No. 8 passed at the Annual General Meeting of shareholders of the Company held on 26th September, 2009 and in accordance with the provisions of Sections 309, 310 read with Section-I of Part-II of Schedule-XIII and other applicable provisions, if any, of the Companies Act, 1956, the remuneration payable to Sh. Neeraj Singal as Vice Chairman and Managing Director be increased w. e. f. 1st December, 2011 for the remaining period of his appointment as under:-

Salary : Rs 120.00 Lacs per annum.

Perquisite and Allowances : Rs 40.00 Lacs per annum.

In addition to above the Company will provide Car with chauffeur and Provident Fund as applicable. The other terms and conditions of his appointment as set out in Resolution No. 8 passed at the Annual General Meeting of shareholders of the Company held on 26th September, 2009 will remain unchanged.

MEMORANDUM OF CONCERN OR INTEREST OF DIRECTORS

Except Mr. Neeraj Singal, and Mr. B.B. Singal, being father of Mr. Neeraj Singal, none of the other Directors of the Company is, in any way, concerned or interested in the Increase of Remuneration of the said Director.

2. INCREASE IN REMUNERATION OF SH. NITTIN JOHARI

In partial modification of Resolution No. 4 passed by shareholders of the Company through Postal Ballot on 24th June, 2010 and in accordance with the provisions of Sections 309, 310 read with Section-I of Part-II of Schedule-XIII and other applicable provisions, if any, of the Companies Act, 1956, the remuneration payable to Sh. Nittin Johari as Whole-Time Director be increased w. e. f. 1st December, 2011 for the remaining period of his appointment as under:-

Salary including perquisites and allowances consists of Rs. 7,00,000/- p.m. in the scale of Rs. 7,00,000 -50,000-8,50,000.

In addition to above the Company will provide Car with chauffeur and Provident Fund as applicable. The other terms and conditions of his appointment as set out in Resolution No. 4 passed by shareholders of the Company through Postal Ballot on 24th June, 2010 will remain unchanged.

MEMORANDUM OF CONCERN OR INTEREST OF DIRECTORS

Except Mr. Nittin Johari, none of the other Directors of the Company is, in any way, concerned or interested in the Increase of Remuneration of the said Director.

3. INCREASE IN REMUNERATION OF SH. RAHUL SEN GUPTA

In partial modification of Resolution No. 5 passed by shareholders of the Company through Postal Ballot on 24th June, 2010 and in accordance with the provisions of Sections 309, 310 read with Section-I of Part-II of Schedule-XIII and other applicable provisions, if any, of the Companies Act, 1956, remuneration payable to Sh. Rahul Sen Gupta as Whole-Time Director be increased w. e. f. 1st December, 2011 for the remaining period of his appointment as under:-

Salary including perquisites and allowances consists of Rs. 4,00,000/- p.m. in the scale of Rs. 4,00,000 -50,000-5,50,000.

In addition to above the Company will provide Car with chauffeur and Provident Fund as applicable. The other terms and conditions of his appointment as set out in Resolution No. 5 passed by shareholders of the Company through Postal Ballot on 24th June, 2010 will remain unchanged.

MEMORANDUM OF CONCERN OR INTEREST OF DIRECTORS

Except Mr. Rahul Sen Gupta, none of the other Directors of the Company is, in any way, concerned or interested in the Increase of Remuneration of the said Director.

4. INCREASE IN REMUNERATION OF SH. P. K. AGGARWAL

In partial modification of Resolution No. 9 passed at the Annual General Meeting of shareholders of the Company held on 26th September, 2009 and in accordance with the provisions of Sections 309, 310 read with Section-I of Part-II of Schedule-XIII and other applicable provisions, if any, of the Companies Act, 1956, the remuneration payable to Sh. P. K. Aggarwal as Whole-Time Director be increased w. e. f. 1st December, 2011 for the remaining period of his appointment as under:-

Salary including perquisites and allowances consists of Rs. 4,00,000/- p.m. in the scale of Rs. 4,00,000 -50,000-5,00,000.

In addition to above the Company will provide Car with chauffeur and Provident Fund as applicable. The other terms and conditions of his appointment as set out in Resolution No. 9 passed at the Annual General Meeting of shareholders of the Company held on 26th September, 2009 will remain unchanged.

MEMORANDUM OF CONCERN OR INTEREST OF DIRECTORS

Except Mr. P. K. Aggarwal none of the other Directors of the Company is, in any way, concerned or interested in the Increase of Remuneration of the said Director.

Place: New Delhi
Dated: 19.11.2011

By Order of the Board
For Bhushan Steel Limited
Sd/-
O. P. Davra
Vice President & Company Secretary