



METAL COATINGS (INDIA) LTD.

Works II : 113, HSIIDC Indl. Estate, Sector-59, Faridabad-121 004
Phone : 09999972371, Fax : 0129-2307422



Date: 30-09-2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Sub.: Details of Voting Results along with Scrutinizer's Report for 29th Annual General Meeting of the Members of the Company under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Scrip Code – 531810; Scrip Id – METALCO

Dear Sir/Mam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results of the businesses transacted at the 29th Annual General Meeting of the Company held on Friday, 29th September, 2023 at 12:30 p.m. through video conferencing (VC)/ other audio video means (OAVM) are enclosed as per the prescribed format along with the Scrutinizer's Report.

The said resolutions have been approved by Members with requisite majority.

This is for your information and record.

Thanking you.

Yours faithfully
For Metal Coatings (India) Limited

Ramesh Chander Khandelwal
Chairman & Whole Time Director
(00124085)

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5155139	5069939	98.3473	5069939	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5155139	5069939	98.3473	5069939	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2171661	85482	3.9362	84834	648	99.2419	0.7581
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2171661	85482	3.9362	84834	648	99.2419	0.7581
Total		7326800	5155421	70.3639	5154773	648	99.9874	0.0126
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Pramod Khandelwal (DIN: 00124082), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 at this AGM and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5155139	1738859	33.7306	1738859	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5155139	1738859	33.7306	1738859	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2171661	85482	3.9362	84834	648	99.2419	0.7581
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2171661	85482	3.9362	84834	648	99.2419	0.7581
Total		7326800	1824341	24.8996	1823693	648	99.9645	0.0355
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Re-appoint Mrs. Rupali Aggarwal (DIN: 08740470) as Non - Executive Independent Director of the Company for a second term of 5 (five) consecutive years.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5155139	5069939	98.3473	5069939	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5155139	5069939	98.3473	5069939	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2171661	85482	3.9362	84834	648	99.2419	0.7581
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2171661	85482	3.9362	84834	648	99.2419	0.7581
Total		7326800	5155421	70.3639	5154773	648	99.9874	0.0126
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Approve Material Related Party Transaction(s) with M/s Khandelwal Busar Industries Private Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5155139	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5155139	0	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2171661	85482	3.9362	84834	648	99.2419	0.7581
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2171661	85482	3.9362	84834	648	99.2419	0.7581
Total		7326800	85482	1.1667	84834	648	99.2419	0.7581
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of Cost Auditors for the Financial year ending 31st March, 2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5155139	5069939	98.3473	5069939	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5155139	5069939	98.3473	5069939	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2171661	85482	3.9362	84834	648	99.2419	0.7581
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2171661	85482	3.9362	84834	648	99.2419	0.7581
Total		7326800	5155421	70.3639	5154773	648	99.9874	0.0126
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



PRACHI BANSAL AND ASSOCIATES
COMPANY SECRETARIES

Address- House no 837 Sector
28 Faridabad, 121008
Phone no-9899563128

Mail id-Prachi.jain2805@gmail.com

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014, as amended]

To,
The Chairman
Metal Coatings (India) Limited
912, Hemkunt Chambers
89, Nehru Place,
New Delhi, 110019

Sub: Consolidated Scrutinizer's Report on Remote E-voting & E-voting facility provided at the 29th Annual General Meeting ("AGM") of the members of Metal Coatings (India) Limited held on Friday, 29th day of September, 2023 by means of Video Conferencing (VC) / Other Audio-Visual Means (OAVM) at 12:30 P.M. (IST).

Dear Sir,

I, Prachi Bansal, Company Secretary in Practice and the Proprietor of M/s Prachi Bansal & Associates bearing membership No. A43355 and COP No. 23670, have been appointed by the Board of Directors of Metal Coatings (India) Limited ("**the Company**") as the Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("**Remote E-voting**") on the resolutions contained in the notice dated 12th August, 2023 during the period from Monday, 25th September, 2023 (9:00 A.M. IST) to Thursday, 28th September, 2023 (5:00 P.M. IST) and e-voting process conducted during the 29th AGM ("**E-voting**") of the Company held through Video Conferencing and Other Audio-Visual Means ("**VC/OAVM**") in a fair and transparent manner and ascertaining the requisite majority on voting through remote e-voting and e-voting system carried out pursuant to the provisions of Section 108 of the Companies Act 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rule**") as amended from time to time and as per the MCA General Circular No. 20/2020 dated May 05, 2020, General circular No. 02/2021 dated January 13, 2021, General Circular No. 2/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**") and Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated May 13, 2022 and January 05, 2023 ("**Applicable Circular**") respectively issued by Securities and Exchange Board of India ("**SEBI**").

I, submit my report as under:

1. The Notice of the AGM along with the Annual Report for Financial Year 2022-23 was sent only in electronic mode by the Company to Members whose E-mail IDs were registered with the Company's Registrar & Share Transfer Agent.
2. The Company had also advertised in the newspapers, asking those members who have not registered their email id to do so and to the extent, details provided by the shareholders were considered for sending the Notice of the AGM. The Notice calling the 29th AGM has been uploaded on the website of the Company at <http://www.mcil.net/investors.aspx>. The Notice can also be accessed from the website of the Stock Exchanges i.e. BSE Limited (BSE) at www.bseindia.com and on the website of Link Intime India Private Limited (agency for providing the Remote E-Voting facility and E-voting) i.e. on <https://instavote.linkintime.co.in>.
3. As the AGM was held pursuant to the applicable Circulars through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above-mentioned applicable Circulars, the facility for appointment of proxies by the Members was also dispensed with.
4. The Company had appointed Link Intime India Private Limited ("**Registrar and Share Transfer Agent**" or "**Service Provider**"), for the purpose of extending the facility of Remote E-Voting to the Members of the Company and for E-voting at the AGM.
5. The Service Provider had provided a system for recording the votes of the Members voted electronically through Remote E-voting as well as E-voting on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 29th AGM of the Company, which was held on Friday, 29th September, 2023.
6. The Service Provider had set up electronic voting facility on their website instavote@linkintime.co.in. The Company had uploaded all the items of the business to be transacted at the AGM on its website and also on the website of Service Provider and Stock Exchange to facilitate their members to cast their vote through Remote E-Voting as well E-voting at the AGM.

7. The cut-off date for the purpose of dispatch of notice of the AGM to shareholders of the Company holding shares either in physical form or in dematerialized form was **1st September, 2023.**
8. The Company completed the dispatch of the notices by email to the members by **6th September, 2023**
9. The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Friday, 22nd September, 2023 and as on that date, there were 1820 Shareholders of the Company.
10. As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for 4 (Four) days from Monday, 25th September, 2023 at 9:00 A.M. (IST) to Thursday, 28th September, 2023 at 5:00 P.M. (IST).
11. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made there under and SEBI Listing Regulations relating to Remote E-voting and E-voting on the resolutions contained in the notice calling the AGM. My responsibility as the Scrutinizer for Remote E-voting and E-voting process was restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "in against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by service provider of the company.
12. At the end of the voting period on Thursday, **28th September, 2023 at 5:00 P.M.**, the voting portal of the service provider was blocked forthwith.
13. On **Friday, 29th Day of September, 2023**, after tabulating the votes cast electronically through the system provided by Link Intime, the votes cast through Remote E-voting facility was duly unblocked by me as scrutinizer in the presence of Mr. Jai Pareek and Mr. Sagar Kumar who acted as witnesses and were not in the employment of the Company, as prescribed in Sub rule 4(xii) of the said Rule 20. After unblocking the votes cast, the total votes cast through Remote E-voting and E-voting at the AGM, were consolidated and the final Scrutinizer's Report was prepared.

Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting and voting carried out at the AGM by the Members, the details of which are as follows:

Item No. of the Notice (i)	Votes in Favour of the resolution		Votes against the Resolution		Invalid/Abs tain/Less votes Nos. (vi)
	Number of Valid Votes (ii)	As a % of total number of valid votes (in Favour And Against) (iii) (ii/ii + iv)* 100)	Number of Valid Votes (iv)	As a % of total number of valid votes (in Favour and Against) (v) (iv/ (ii + iv)* 100)	
Item No. 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2023, Statement of Profit & Loss Account and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon (As an Ordinary Resolution)	51,54,773	99.99%	648	0.01%	Nil
Item No. 2: To appoint a director in place of Pramod Khandelwal (DIN No.00124082) who retires by rotation in terms of Section 152(6) of the Act at the AGM and being eligible, offers himself for re-appointment (As an Ordinary Resolution)	18,23,693	99.96%	648	0.04%	Nil
Item No. 3: To re-appoint Mrs. Rupali Aggarwal (DIN: 08740470) as Non-Executive Independent Director of the Company for a second term of five	51,54,773	99.99%	648	0.01%	Nil

consecutive years (As an Special Resolution)					
Item No. 4: To approve material related party transactions with M/s Khandelwal Busar Industries Private Limited (As an Ordinary Resolution)	84,834	99.24%	648	0.76%	Nil
Item No. 5: To ratify the remuneration of Cost Auditors for the financial year ending 31 st March 2024 (As an Ordinary Resolution)	51,54,773	99.99%	648	0.01%	Nil

* For the voting results, the votes cast by shareholders who are eligible to vote in terms of Regulation 23 of SEBI Listing Regulations have been considered.

All the relevant records of Remote E-voting and E-voting during the AGM will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 29th AGM and the same shall be handed over thereafter to the Chairman or the Company Secretary for safekeeping.

Thanking you,
Yours faithfully

Prachi Bansal & Associates
(Company Secretaries in Practice)

PRACHI BANSAL Digitally signed by
PRACHI BANSAL
Date: 2023.09.29
19:07:48 +05'30'

CS Prachi Bansal
ACS No.:43355
C.P. No.:23670
PR No.:3702/2023

Place: Faridabad
Date: 29-09-2023
UDIN: A043355E001117661

The following were the witnesses to the unblocking of the votes cast through Remote E-voting.

1. *Jai Pareek*
29/09/2023
Sector 46 Gurugram

2. *Amal*
29/09/2023
1662, LGF Gurugram,
122003.

Based on the Scrutinizer's Report dated 29th September, 2023, I declare that the resolutions No. 1 to 5 proposed at the 29th AGM are passed with requisite majority.

For Metal Coatings (India) Limited

Ramesh Chander Khandelwal
DIN:00124085
Chairman and Whole time Director

Date: New Delhi
Place: 30th September, 2023