

Sec/Coat/037/2023-24

Date – 26/09/2022

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code: 539046

The Manager
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block "G"
Bandra Kurla Complex,
Bandra East,
Mumbai- 400051
Symbol: MANAKCOAT

Dear Sir/Madam,

Sub: Minutes of 13th Annual General Meeting

We enclosed herewith copy of the minutes of the proceedings of the 13th Annual General Meeting of the Company held on 29th August, 2023 conducted through Video Conferencing/Other Audio Visual Means.

We shall request you to kindly take it on records.

Thanking you,

Yours Faithfully,

For Manaksia Coated Metals & Industries Limited

Shruti Agarwal

Company Secretary

M.No.-F12124

MINUTES OF THE PROCEEDINGS OF THE THIRTEENTH ANNUAL GENERAL MEETING OF MANAKSIA COATED METALS & INDUSTRIES LIMITED HELD ON TUESDAY THE 29TH DAY OF AUGUST, 2023 COMMENCED AT 11:00 A.M. AND CONCLUDED AT 12:03 P.M (INCLUDING THE TIME FOR E-VOTING) THROUGH VIDEO CONFERENCING AND OTHER AUDIO VISUAL MEANS

PRESENT THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS

Mr. Siddhartha Shankar Roy	Chairman
Mr. Sushil Kumar Agrawal	Managing Director
Mr. Karan Agrawal	Whole-time Director
Mr. Debasis Banerjee	Whole-time Director
Mr. Venkata Srinarayana Addanki	Independent Director
Ms. Gargi Singh	Independent Director
Mr. Probir Kumar Chaudhury	Independent Director
Mr. Siddhartha Sengupta	Independent Director
Ms. Shruti Agarwal	Company Secretary
Mr. Mahendra Kumar Bang	Chief Financial Officer
Mr. Rajendra Kumar Lodhi	Chief Executive Office

Chairman of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee were present at the meeting.

Mr. Ankit Santhalia, Partner of M/s S. Bhalotia & Co., Statutory Auditors of the Company and Mr. Asit Kumar Labh from M/s. A.K. Labh & Co., Secretarial Auditor and Scrutinizer for the meeting were also present at the meeting.

In aggregate, 62 Members have joined the Annual General Meeting ('AGM') through Video Conferencing ('VC') /Other Audio Video Means ('OAVM').

Ms. Shruti Agarwal, Company Secretary of the Company welcomed the Members to the 13th Annual General Meeting of the Company and thereafter briefed out the guideline & rules and regulations (including e-voting procedure & Question-Answer Session) under which this AGM has been conducted through VC /OAVM.

The members were informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through the VC/OAVM. The AGM was convened and conducted in accordance with the circulars issued by Ministry of Corporate Affairs (MCA), i.e. General Circular No. 10/2022 dated 28th December, 2022 read with General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General

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Shruti Agarwal
Company Secretary

Circular No. 20/2020 dated 5th May, 2020, General Circular Number 02/2022 dated 13th January, 2021, General Circular No. 19/2021 dated 8th December, 2021, General Circular Number 21/2021 dated 14th December, 2021 and General Circular Number 2/2022 dated 5th May, 2022 and other relevant circulars issued by MCA and Securities and Exchange Board of India (SEBI), which allowed the companies to conduct their AGM through VC/OAVM during the calendar year 2023.

The members were further informed that the Notice dated 29th July, 2023 and Annual Report of the Company has been emailed to only those shareholders whose Email-id are registered with the Company/Depository Participant(s).

The members were also informed that the following documents and Registers were placed on the website of the Company for inspection by the members :

- (i) Notice convening the 13th Annual General Meeting;
- (ii) Annual Report for the FY 2022-23;
- (iii) The Register of Directors' and Key Managerial Personnel and their shareholdings (remained open for inspection during the meeting);

The Company Secretary thereafter welcomed the Chairman of the Company Mr. Siddhartha Shankar Roy, Independent Director of the Company to Chair this meeting.

Mr. Siddhartha Shankar Roy, welcomed members at the 13th AGM of the Company and also expressed his gratitude towards the members of the Board for electing him as the Chairman of the Company

Other members of the Board of the Directors then introduced themselves and also called out their respective place from where they have joined this meeting thereafter the Chairman introduced other Invitees who has joined the meeting and also called out their respective place from where they have joined this meeting.

The Chairman thereafter informed the members that as per the confirmation received from the Company Secretary, the requisite quorum required under the Companies Act, 2013, was present at the meeting and the meeting was declared as open.

Thereafter, Mr. Siddhartha Shankar Roy, Chairman of the Company, Mr. Sushil Kumar Agrawal, Managing Director, Mr. Karan Agrawal Whole-time Director and Mr. Rajendra Kumar Lodhi, Chief Executive Officer addressed the members and delivered their speech. They highlighted the business and performance of the Company in FY 2022-23 Economic Overview i.e. Global GDP Growth in comparison to Indian GDP Growth, Impact of COVID-19 pandemic, Industry Structure and Developments, Projection and Plans for the FY 2023-24 and Galvalume Steel Market and its potential.

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Shreeta Agarwal

Company Secretary

The Managing Director in his speech highlighted the performance of the Company and stated that the Company reported that the total revenue stood at Rs. 651.60 crores, as compared to Rs. 647.73 crores during year ended 31st March, 2023 and the profit before tax of the Company stood at Rs. 5.02 crores during the year under review.

The Managing Director also appreciated the dedicated efforts of all employees, Board members and also shareholders for their continuous trust on the entire Manaksia Coated team.

The Chairman thereafter informed the members that since the Annual Report of the Company are with the members, Directors Report, Financial Statements and the Auditors Report thereon, Notice dated 29th July, 2023 along with the Explanatory Statement was taken as read.

The Company Secretary then read out the businesses set out in the Notice of the Meeting:

Ordinary Business as set out in the notice were:

- 1) To consider and adopt the Annual Audited (Standalone & Consolidated) Financial Statements of the Company for the financial year ended 31st March, 2023 and the Report of the Board of Directors and Auditors thereon.
- 2) To declare a Final Dividend of Re. 0.03 (3%) per equity share of Re. 1/- each of the Company for the Financial Year ended 31st March, 2023.
- 3) To appoint a Director in place of Mr. Karan Agrawal (DIN: 05348309), who retires by rotation and being eligible offers himself for re-appointment.
- 4) To appoint a Director in place of Mr. Debasis Banerjee (DIN: 08164196), who retires by rotation and being eligible offers himself for re-appointment.

Special Business as set out in the notice were :

- 5) Appointment of Mr. Venkata Srinarayana Addanki (DIN: 10141427) as a Director of the Company.
- 6) Appointment of Mr. Venkata Srinarayana Addanki (DIN: 10141427) as a Whole Time Director of the Company and fixation of his remuneration.
- 7) Appointment of Mr. Probir Kumar Chaudhury (DIN : 10041053) as an Independent Director of the Company.
- 8) Appointment of Mr. Siddhartha Sengupta (DIN : 10165139) as an Independent Director of the Company.

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Shruti Agrawal

Company Secretary

9) Reappointment of Mr. Sushil Kumar Agrawal (DIN : 00091793) as Managing Director of the Company.

10) Reappointment of Mr. Karan Agrawal (DIN : 05348309) as Wholetime Director of the Company.

11) Ratification of remuneration of Cost Auditors for the financial year ending March 31, 2024.

12) Re-appointment of Mr. Siddhartha Shankar Roy (DIN : 08458092) as an Independent Director of the Company,

13) Re-appointment of Ms. Gargi Singh (DIN : 08458152) as an Independent Director of the Company.

The Chairman thereafter informed the shareholders (who has registered themselves as speaker), to raise their queries in sequence order as per name to be called out.

The Company Secretary then called out the name of shareholders in order and following speaker address their queries :

- 1) Mr. Santosh Kumar Saraf
- 2) Mr. *Bimal Krishna Sarkar*
- 3) Mr. Amit Kumar Banerjee
- 4) Mr. *Sudipta Chakraborty*
- 5) Mr. *Amarendra Nath Ray*

The Chairman thanked the members for taking keen interest in the affairs of the Company. The queries/observations were duly addressed by the Chairman of the meeting.

The Chairman then informed the members present to cast their vote through E-voting if they have not casted their vote by now and also informed that the Company had appointed Mr. Asit Kumar Labh from M/s. A.K. Labh & Co., Company Sectaries as Scrutinizer to conduct the remote e-voting process in fair and transparent manner.

The Chairman thanked the members for their participation in the proceedings and conveyed his best wishes to the members and their families during this tough time.

The meeting concluded at 12:03 P.M. (including the time of e-voting) with a vote of thanks by Ms. Gargi Singh, Independent Director of the Company.

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Shweta Agrawal
Company Secretary

Further on the basis of Consolidated Scrutinizer's Report dated 29th August, 2023 on remote e-voting, all the resolutions as set out in Notice dated 29th July, 2023 have been passed with requisite majority. The details of voting results are as under :

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Shruti Agarwal

Company Secretary

AGENDA-WISE RESULT

Resolution No. 1: To consider and adopt the Annual Audited (Standalone & Consolidated) Financial Statements of the Company for the financial year ended 31st March, 2023 and the Report of the Board of Directors and Auditors thereon :

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Vote s- agai nst (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	441879 40	441879 40	100.00 00%	44187940	0	100%	0
	Poll		0	0	0	0	0	0
	Total		441879 40	100.00 00%	44187940	0	100%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	213461 10	761831 4	35.689 5%	7618057	257	99.9966 %	0.0034 %
	Poll		0	0	0	0	0	0
	Total		761831 4	35.689 5%	7618057	257	99.9966 %	0.0034%
Total		655340 50	518062 54	79.052 4%	51805997	257	99.9995 %	0.0005 %

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

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Shevati Agarwal

Company Secretary

Resolution No.2: To declare a Final Dividend of 3% per equity share of Re. 1/- each of the Company for the Financial Year ended 31st March, 2023 :

Resolution required:		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	44187940	44187940	100.0000%	44187940	0	100.0000%	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000%	44187940	0	100.0000%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	21346110	7618314	35.6895%	7618057	257	99.9966%	0.0034%
	Poll		0	0	0	0	0	0
	Total		7618314	35.6895%	7618057	257	99.9966%	0.0034%
Total		65534050	51806254	79.0524%	51805997	257	99.9995%	0.0005%

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Shruti Agarwal

Company Secretary

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

Resolution No.3: To appoint a Director in place of Mr. Karan Agrawal (DIN: 05338309), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	44187940	44187940	100.0000%	44187940	0	100.0000%	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000%	44187940	0	100.0000%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	21346110	7618264	35.6892%	7607806	10458	99.8627%	0.1373%
	Poll		0	0	0	0	0	0
	Total		7618264	35.6892%	7607806	10458	99.8627%	0.1373%
Total		65534050	51806204	79.0523%	51795746	10458	99.9798%	0.0202%

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Shweta Agarwal

Company Secretary

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

Resolution No.4: To appoint a Director in place of Mr. Debasis Banerjee (DIN : 08164196), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required:		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4418794	4418794	100.000%	4418794	0	100.000%	0
	Poll		0	0	0	0	0	
	Total		4418794	100.000%	4418794	0	100.000%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Total		0	0	0	0	0	
Public-Non Institutions	E-Voting	2134611	7608164	35.6419%	7607806	358	99.9953%	0.0047%
	Poll		0	0	0	0	0	
	Total		7608164	35.6419%	7607806	358	99.9953%	0.0047%
Total		65534050	51796104	79.0369%	51795746	358	99.9993%	0.0007%

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Shweta Agarwal
 Company Secretary

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

Resolution 5: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

Appointment of Mr. Venkata Srinarayana Addanki (DIN: 10141427) as a Director of the Company

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and any other relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and in accordance with the Articles of Association of the Company, Mr. Venkata Srinarayana Addanki (DIN: 10141427) who was appointed as an Additional Director by the Board of Directors of the Company vide its meeting held on 30th May, 2023 on the recommendation of Nomination & Remuneration Committee of the Board and eligible for appointment and in respect of whom the Company has received a notice in writing from a member under the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for the office of the Director, be and is hereby appointed as a Director, liable to retire by rotation.

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

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Abhuti Agarwal

Company Secretary

Resolution required:			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	44187940	44187940	100.0000%	44187940	0	100.0000%	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000%	44187940	0	100.0000%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	21346110	7618264	35.6892%	7618006	258	99.9966%	0.0034%
	Poll		0	0	0	0	0	0
	Total		7618264	35.6892%	7618006	258	98.9966%	0.0034%
Total		65534050	51848488	79.1169%	51805946	258	99.9995%	0.0005%

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Shweta Agarwal

Company Secretary

Resolution 6: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Special Resolution :

Appointment of Mr. Venkata Srinarayana Addanki (DIN: 10141427) as a Whole Time Director of the Company and fixation of his remuneration

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and any other relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and in accordance with the Articles of Association of the Company and as recommended by the Audit Committee and Nomination & Remuneration Committee of the Board, approval of the members of the Company be and is hereby accorded for the appointment of Mr. Venkata Srinarayana Addanki (DIN: 10141427) as a Whole-time Director of the Company, liable to retire by rotation, for a period of 3 (Three) years with effect from 30th May, 2023 on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (hereinafter referred to as "the Board") to alter and vary the terms and conditions of the said appointment and / or remuneration in such manner as may be mutually agreed between the Board and Mr. Venkata Srinarayana Addanki provided that such variation or increase, as case may be, is within the overall limits as specified under Section 197 and/or Schedule V of the Act.

RESOLVED FURTHER THAT in absence or inadequacy of the profits in any financial year, Mr. Venkata Srinarayana Addanki shall be entitled to receive and be paid such remuneration as minimum remuneration as stated in the Explanatory Statement, subject to the necessary approvals/ceilings, if any, as specified under Schedule V of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution and also to do all the acts, deeds, matters and things as necessary and incidental thereto."

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Shruti Agarwal
Company Secretary

Resolution required:		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	441879 40	44187940	100.0000 %	44187940	0	100.0000 %	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000 %	44187940	0	100.0000 %	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	213461 10	7618264	35.6892%	7618006	258	99.9966 %	0.0034%
	Poll		0	0	0	0	0	0
	Total		7618264	35.6892%	7618006	258	99.9966 %	0.0034%
Total		655340 50	51848488	79.0523%	51805946	258	99.9995 %	0.0005%

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Shruti Agarwal

Company Secretary

Resolution 7: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

Appointment of Mr. Probir Kumar Chaudhary (DIN : 10041053) as an Independent Director of the Company.

"RESOLVED THAT Mr. Probir Kumar Chaudhary (DIN: 10041053), who was appointed as an Additional Director (Non-Executive Independent) of the Company effective May 30, 2023 by the Board of Directors of the Company in terms of Section 161 of the Companies Act, 2013 ('Act') read with Rules related thereto, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any modification, amendment or re-enactment thereof) and Articles of Association of the Company, and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) consecutive years commencing May 30, 2023 through May 29, 2028 (both days inclusive).

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

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Shweta Agarwal

Company Secretary

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	44187940	44187940	100.0000%	44187940	0	100%	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000%	44187940	0	100%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	21346110	7618264	35.6892%	7618007	257	99.9966%	0.0034%
	Poll		0	0	0	0	0	0
	Total		7618264	35.6892%	7618007	257	99.9966%	0.0034%
Total		65534050	51806204	79.0523%	51805947	257	99.9995%	0.0005%

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Shweta Agarwal

Company Secretary

Resolution 8: To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as a Special Resolution :

Appointment of Mr. Siddhartha Sengupta (DIN : 10165139) as an Independent Director of the Company.

"RESOLVED THAT Mr. Siddhartha Sengupta (DIN: 10165139), who was appointed as an Additional Director (Non-Executive Independent) of the Company effective May 30, 2023 by the Board of Directors of the Company in terms of Section 161 of the Companies Act, 2013 ('Act') read with Rules related thereto, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any modification, amendment or re-enactment thereof) and Articles of Association of the Company, and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) consecutive years commencing May 30, 2023 through May 29, 2028 (both days inclusive)

RESOLVED FURTHER THAT pursuant to Regulations 17(1A) and 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 and relevant Rules framed thereunder [including any statutory modification(s)/amendment(s)/re-enactment(s) thereto], approval of the Members be and is hereby also accorded to the continuation of directorship of Mr. Siddhartha Sengupta (DIN - 10165139), as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, even after attaining the age of 75 years on 23.01.2026 for his remaining tenure as an Independent Director, i.e., up to 29th May, 2028."

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

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MANAKSIA COATED METALS & INDUSTRIES LTD.
Shweta Agarwal
Company Secretary

Resolution required:			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group #	E-Voting	44187940	44187940	100.0000%	44187940	0	100.0000%	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000%	44187940	0	100.0000%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	21346110	7618264	35.6892%	7618007	257	99.9966%	0.0034%
	Poll		0	0	0	0	0	0
	Total		7618264	35.6892%	7618007	257	99.9966%	0.0034%
Total		65534050	51806204	79.0523%	51805947	257	99.9995%	0.0005%

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

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 MANAKSIA COATED METALS & INDUSTRIES LTD.
Shruti Agarwal
 Company Secretary

Resolution 9: To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as a Special Resolution :

Reappointment of Mr. Sushil Kumar Agrawal (DIN : 00091793) as Managing Director of the Company.

"RESOLVED THAT pursuant to the provisions of Sections 152, 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, approval of the members be and is hereby accorded for the re-appointment of Mr. Sushil Kumar Agrawal (DIN : 00091793), as Managing Director of the Company, liable to retire by rotation, for a period of 3 (Three) years from the expiry of his present term of office, i.e., with effect from 23rd November, 2023 on such terms and conditions including remuneration as set out in the Statement annexed to this Notice with liberty to the Board of Directors (hereinafter referred to as "the Board") to alter and vary the terms and conditions of the said appointment and / or remuneration in such manner as may mutually agreed between the Board and Mr. Sushil Kumar Agrawal provided that such variation or increase, as case may be, is within the overall limits as specified under Section 197 and/or Schedule V of the Act.

RESOLVED FURTHER THAT in absence or inadequacy of the profits in any financial year, Mr. Sushil Kumar Agrawal shall be entitled to receive and be paid such remuneration as minimum remuneration as stated in the Explanatory Statement, subject to the necessary approvals/ceilings as specified under Schedule V of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and in connection with any matter incidental thereto."

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Sushil Agrawal

Company Secretary

Resolution required:			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group #	E-Voting	44187940	44187940	100.0000%	44187940	0	100.0000%	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000%	44187940	0	100.0000%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	21346110	7608164	35.6419%	7606906	1258	99.9835%	0.0165%
	Poll		0	0	0	0	0	0
	Total		7608164	35.6419%	7606906	1258	99.9835%	0.0165%
Total		65534050	51806204	79.0369%	51794846	1258	99.9976%	0.0024%

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Shruti Agarwal

Company Secretary

Resolution 10 : To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as a Special Resolution :

Reappointment of Mr. Karan Agrawal (DIN : 05348309) as Wholetime Director of the Company.

"RESOLVED THAT pursuant to the provisions of Sections 152, 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of Companies Act, 2013 (the "Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, approval of the members be and is hereby accorded for the re-appointment of Mr. Karan Agrawal (DIN: 05348309), as Whole-time Director of the Company, liable to retire by rotation, for a period of 3 (Three) years from the expiry of his present term of office, i.e., with effect from 17th November, 2023 on such terms and conditions including remuneration as set out in the Statement annexed to this Notice with liberty to the Board of Directors (hereinafter referred to as "the Board") to alter and vary the terms and conditions of the said appointment and/or remuneration in such manner as may mutually agreed between the Board and Mr. Karan Agrawal provided that such variation or increase, as case may be, is within the overall limits as specified under Section 197 and/or Schedule V of the Act.

RESOLVED FURTHER THAT in absence or inadequacy of the profits in any financial year, Mr. Karan Agrawal shall be entitled to receive and be paid such remuneration as minimum remuneration as stated in the Explanatory Statement, subject to the necessary approvals/ceilings as specified under Schedule V of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and in connection with any matter incidental thereto.

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Shweta Agrawal

Company Secretary

Resolution required:			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group #	E-Voting	44187940	44187940	100.0000%	44187940	0	100.0000%	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000%	44187940	0	100.0000%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	21346110	7608164	35.6419%	7606907	1257	99.9835%	0.0165%
	Poll		0	0	0	0	0	0
	Total		7608164	35.6419%	7606907	1257	99.9835%	0.0165%
Total		65534050	51796104	79.0369%	51794847	1257	99.9976%	0.0024%

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Shweta Agarwal

Company Secretary

Resolution 11 : To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as a Special Resolution :

Ratification of remuneration of Cost Auditors for the financial year ending March 31, 2024.

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and as recommended by the Audit Committee and authorized by the Board of Directors to Managing Director to mutually decide the remuneration with the Cost Auditor, consent of the members be and is hereby accorded for ratification of the remuneration of M/s S. Chhaparia & Associates, Cost Accountants, (Firm Registration No. 101591), of Rs. 1,00,000/- for conducting the audit of the cost records of the Company for the financial year ending 31st March, 2024, such remuneration shall exclude out-of-pocket expenses incurred in connection with the audit.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution and also to do all the acts, deeds, matters and things as necessary and incidental thereto.”

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Shruti Agarwal

Company Secretary

Resolution required:			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group #	E-Voting	44187940	44187940	100.0000%	44187940	0	100.0000%	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000%	44187940	0	100.0000%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	21346110	7608050	35.6414%	7607793	257	99.9966%	0.0034%
	Poll		0	0	0	0	0	0
	Total		7608050	35.6414%	7607793	257	99.9966%	0.0034%
Total		65534050	51795990	79.0368%	51795733	257	99.9995%	0.0005%

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

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 MANAKSIA COATED METALS & INDUSTRIES LTD.
Shweta Agarwal
 Company Secretary

Resolution 12 : To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as a Special Resolution :

Re-appointment of Mr. Siddhartha Shankar Roy (DIN : 08458092) as an Independent Director of the Company,

“RESOLVED THAT pursuant to the provisions of Sections 149,152, read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, and upon recommendation of the Nomination & Remuneration Committee, Audit Committee and approval of the Board of Directors, consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Siddhartha Shankar Roy (DIN: 08458092) as a Non-Executive Independent Director of the Company, not liable to retire by rotation for a period of second term of 5 (five) consecutive years with effect from 29th May, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and in connection with any matter incidental thereto.”

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MANAKSIA COATED METALS & INDUSTRIES LTD.
Shruti Agarwal
Company Secretary

Resolution required:			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group #	E-Voting	44187940	44187940	100.0000%	44187940	0	100.0000%	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000%	44187940	0	100.0000%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	21346110	7608050	35.6414%	7607793	257	99.9966%	0.0034%
	Poll		0	0	0	0	0	0
	Total		7608050	35.6414%	7607793	257	99.9966%	0.0034%
Total		65534050	51795990	79.0368%	51795733	257	99.9995%	0.0005%

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Abanti Agarwal
Company Secretary

Resolution 13 : To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as a Special Resolution :

Re-appointment of Ms. Gargi Singh (DIN : 08458152) as an Independent Director of the Company.

"RESOLVED THAT pursuant to the provisions of Sections 149,152, read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, and upon recommendation of the Nomination & Remuneration Committee, Audit Committee and approval of the Board of Directors, consent of the members of the Company be and is hereby accorded for the re-appointment of Ms. Gargi Singh (DIN: 08458152) as a Non-Executive Independent Director of the Company, not liable to retire by rotation for a period of second term of 5 (five) consecutive years with effect from 29th May, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and in connection with any matter incidental thereto."

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MANAKSIA COATED METALS & INDUSTRIES LTD.

Shruti Agarwal

Company Secretary

Resolution required:			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group #	E-Voting	44187940	44187940	100.0000%	44187940	0	100.0000%	0
	Poll		0	0	0	0	0	0
	Total		44187940	100.0000%	44187940	0	100.0000%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	21346110	7608050	35.6414%	7607792	258	99.9966%	0.0034%
	Poll		0	0	0	0	0	0
	Total		7608050	35.6414%	7607792	258	99.9966%	0.0034%
Total		65534050	51806204	79.0368%	51795732	258	99.9995%	0.0005%

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

Place: Kolkata
Date : 19.09.2023

Sdf-
Siddhartha Shankar Roy
Chairman

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MANAKSIA COATED METALS & INDUSTRIES LTD.
Shweta Agarwal
Company Secretary