

McNally Bharat Engineering Company Limited

CIN: L45202WB1961PLC025181

Corporate Office: Ecospace Campus 2B 11F/12

New Town Rajarhat North 24 Parganas Kolkata-700160

Telephone +91 33 68311001/+91 33 68311212

Email: mbe.corp@mbec.co.in Website: www.mcnallybharat.com

Registered Office: 4 Mangoe Lane Kolkata-700001

An ISO 9001:2015, ISO 14001:2015 & ISO 45001:2018 Certified Company

25th September 2024

The National Stock Exchange of India Limited

Exchange Plaza, 5th floor, Plot # C/1, 'G' Block

Bandra Kurla Complex, Bandra (East)

Mumbai – 400 051

BSE Limited

Corporate Relations Department

1st Floor, New Trading Ring, Rotunda Building

Phiroze Jeejeebhoy Towers, Dalal Street, Fort

Mumbai – 400 001

Dear Sir/Madam,

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

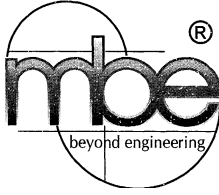
Sub: Outcome & Proceedings of the 61st Annual General Meeting of McNally Bharat Engineering Company Limited held at 3.30 PM on 25th September 2024.

Scrip Code/Symbol: 532629 / MBECL

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”) and other applicable provisions, if any (hereinafter referred to as “SEBI Listing Regulations), we are submitting herewith the summary of proceedings of the 61st Annual General Meeting of the Members of the Company held today, *ie.* Wednesday, the 25th day of September 2024 at 3.30 PM IST through Video-Conferencing (VC) / Other Audio Visual Means (OAVM), marked as “**Annexure – I**”.

The Meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) and Circulars issued by the Securities and Exchange Board of India (SEBI) and as per applicable provisions of the Companies Act 2013 and the Rules made thereunder.

All the items of business for consideration at the 61st Annual General Meeting, set out in the Notice convening the meeting, have been passed by the Members by requisite majority.



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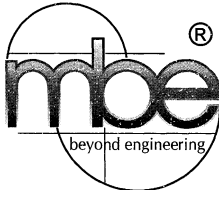
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The above are also being uploaded on the Company website www.mcnallybharat.com .
You are requested to take the same on record and oblige.

Yours faithfully,
For **McNally Bharat Engineering Company Limited**

Indrani Ray
Company Secretary

Encl: As above



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Annexure-I

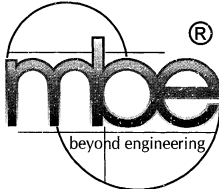
Summary of the Proceedings of the 61st Annual General Meeting of the Members of the Company held at 3.30 PM (IST) on Wednesday, 25th September 2024 through VC/OAVM facility (the “61st AGM”).

A. Date, time and venue of the Annual General Meeting (AGM):

The 61st AGM of the Company was held on Wednesday, 25th September 2024 through VC/OAVM facility. The Meeting commenced at 3.30 PM (IST) and concluded at about 4.16 PM (IST). A total of 45 Members attended the Meeting out of which 33 Members attended the meeting through VC/OAVM and 12 Members were represented by their authorized representatives at the Meeting through the aforementioned VC/OAVM.

B. Proceedings of the Meeting in brief:

- (i) In absence of the Company’s Chairman and the Directors, Mr. Ravi Sethia, Chairman of the Monitoring Committee (erstwhile Resolution Professional of McNally Bharat Engineering Company Limited), assumed the Chair at the 61st Annual General Meeting;
- (ii) Having assumed the Chair at the 61st AGM, Mr. Ravi Sethia delegated the proceedings of the Meeting to Ms. Indrani Ray, Company Secretary including reading out the Chairman’s Address to the Shareholders on his behalf;
- (iii) Ms. Indrani Ray, the Company Secretary, informed the attending Shareholders that Mr. Aditya Khaitan, Chairman of the Company has expressed his inability to join the Meeting;
- (iv) Ms. Indrani Ray also informed the Shareholders that Mr. Asim Kumar Barman, Independent Director & Chairman of the Audit Committee, Stakeholders Relationship Committee and the Nomination & Remuneration Committee, has expressed his inability to attend the 61st AGM owing to personal medical emergency;
- (v) The requisite quorum being present, Ms. Indrani Ray, Company Secretary, declared the Meeting open and welcomed the Members.



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- (vi) The Company Secretary informed that the Company had provided the Members the facility to cast their votes electronically, on all the 3 items of business set forth in the Notice through Remote e-Voting prior to the AGM and through e-Voting system during the AGM using the platform provided by National Securities Depository Limited (“NSDL”).

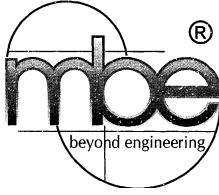
The said facility of Remote e-Voting commenced at 10.00 AM (IST) on Sunday, 22nd September 2024 and concluded at 5.00 PM (IST) on Tuesday, 24th September 2024. Further, on 25th September 2024 on the day of the 60th AGM, the facility of e-Voting was also provided by the Company to its Members present through VC/OAVM facility, who did not cast their votes through Remote e-Voting.

Mr. Prakash Kumar Shaw, Practicing Company Secretary (Membership No. 32895, COP –16239) has been appointed as the Scrutinizer to scrutinize the Remote e-Voting process prior to the AGM and through e-Voting system during the AGM in a fair and transparent manner. It was further informed that there would be no voting by show of hands. No result was declared at the Meeting;

- (vii) The Notice convening the 61st AGM was taken as read with the consent of the Members present;
- (viii) The registers and documents, as statutorily required, were available for inspection during the Meeting;
- (ix) The following 3 items of business *in seriatim* as mentioned in the AGM Notice were then placed before the meeting:

Ordinary Business:

1. To receive, consider and adopt: (i) The audited financial statement of the Company for the financial year ended 31st March 2024, and the Reports of the Directors and the Auditors thereon and (ii) the audited consolidated financial statement of the Company for the financial year ended 31st March 2024 and the Report of the Auditors thereon.
2. To consider non-declaration of dividend on Non-convertible Redeemable Preference Shares for the Financial Year ended 31st March 2024.



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Special Business:

3. To approve the remuneration of the Cost Auditors for the financial year ending 31st March 2025;
 - (x) The Members who had pre-registered themselves as ‘Speakers’ at the 61st AGM were then given an opportunity to raise their queries or seek clarifications on the items of business given in the AGM Notice. Thereafter, the Company Secretary responded to the queries and clarifications sought by the Members;
 - (xi) The Company Secretary thereafter informed that the Voting results along with the Scrutinizer’s Report will be made available to the stock exchanges within 2 working days from the conclusion of the AGM and will be posted on the Company’s website at www.mcnallybharat.com and on the website of NSDL, the authorized agency for providing the e-Voting facility;
 - (xii) On behalf of Mr. Ravi Sethia, Chairperson of the Meeting, Ms. Indrani Ray, Company Secretary thanked the Members for attending the Meeting and the NSDL Team for lending excellent Technical Support at the Meeting and thereafter, declared the 61st Annual General Meeting as “closed”.

This letter and its annexure do not constitute Minutes of the proceedings of the 61st Annual General Meeting of the Company.

All the items of business for consideration at the 61st Annual General Meeting, as set out in the Notice dated 6th August 2024 have been passed by the Members by the requisite majority through remote e-Voting and Electronic Voting during the AGM.

Kindly take the above into your records and oblige.

For **McNally Bharat Engineering Company Limited**

Indrani Ray
Company Secretary