

SEC/BSE/32/2023-24

August 28, 2023

The Secretary
BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street
Mumbai- 400 001

Kind Attn: Mr. ShyamBhagirath
Mr. Rakesh Parekh
Scrip Code: 517449

Dear Sirs,

Disclosure of voting results at 33rd Annual General Meeting (AGM) of the Company held on 26th August, 2023 - Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We wish to inform you that the shareholders at the 33rd Annual General Meeting of the Company held on 26th August, 2023 through Video Conference (VC) / Other Audio-Visual Means (OAVM) approved all the items of business as contained in the notice convening the said Annual General Meeting.

The details of voting result pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are attached herewith. We are also enclosing a copy of the Scrutinizer's Report for your reference and records.

Kindly take this information on record.

Thanking you,

For Magna Electro Castings Limited

Sangeetha C
Company Secretary
ACS: 34056



**Declaration of results of the voting on resolution(s) set out in the
Notice of the 33rd Annual General Meeting ("AGM") of the Company held through
Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 26th August, 2023**

The 33rd Annual General Meeting of the Company was held on Saturday, 26th August, 2023, at 3:30 PM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to seek the approval of the members on the Resolution(s) as set out in the Notice of AGM dated 30th May, 2023 in accordance with the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and the Securities and Exchange Board of India ("SEBI Circulars") respectively from time to time permitting the conduct of the Annual General Meeting through VC/OAVM facility.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with the MCA / SEBI Circulars, the Company had provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, provided e-voting platform to the shareholders, who were present at the 33rd Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, on the below mentioned resolution(s).

The Company has appointed Mr. M D Selvaraj, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the remote e-voting and the e-voting provided at the 33rd Annual General Meeting in a fair and transparent manner and to ascertain the requisite majority.

Accordingly, the Scrutinizer has submitted his Combined Report for the remote e-voting process and the e-voting at the 33rd Annual General Meeting held on 26th August, 2023 which has been attached hereto.

Based on the report of the Scrutinizer dated 26th August, 2023, it is hereby declared that the Resolution(s) under Item No(s).1 to 7 set out in the Notice dated 30th May, 2023, as detailed herein below, have been duly passed by the shareholders with requisite majority.



Item No.1 – Ordinary Resolution

Adoption of 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 the Auditors thereon.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	41	24,00,427	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	41	24,00,427	100.00
- Assent	41	24,00,427	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

Item No.2 – Ordinary Resolution

Declaration of a dividend for the year ended 31st March 2023.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	41	24,00,427	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	41	24,00,427	100.00
- Assent	41	24,00,427	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.



Item No.3 – Ordinary Resolution

Reappointment of Sri.J.Vijayakumar (DIN 00002530) as Director, who retires by rotation.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	41	24,00,427	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	41	24,00,427	100.00
- Assent	41	24,00,427	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

Item No.4 – Ordinary Resolution

Approval pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act 2013, for enter / continue to enter into transaction(s) /contract(s) / arrangement(s) / agreements with M/s. Samrajyaa and Company.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	*29	74,797	--
(b) Less: Invalid votes	**1	10,000	--
(c) Net Valid E-Votes	28	64,797	100.00
- Assent	25	61,146	94.37
- Dissent	3	3,651	5.63

*12 Shareholders holding 23,25,630 shares abstained from voting on this resolution, being the related parties

**Votes cast by 1 related party holding 10,000 shares have been considered as invalid pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.



Item No.5 – Ordinary Resolution

Ratification of payment of remuneration to M/s. SBK & Associates (Firm Registration No.000342), Chennai, Cost Auditors of the Company for the financial year ending 31st March 2024.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	41	24,00,427	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	41	24,00,427	100.00
- Assent	41	24,00,427	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

Item No.6 – Ordinary Resolution

Appointment of Sri. Ajeya Vel Narayanaswamy (DIN: 07553660), as Non-Executive Non-Independent Director of the Company.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	41	24,00,427	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	41	24,00,427	100.00
- Assent	41	24,00,427	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.



**Item No.7 – Special Resolution**

Appointment of Smt. Vijayalakshmi Narendra (DIN: 00412374), as a Non-Executive Independent Director of the Company.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	41	24,00,427	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	41	24,00,427	100.00
- Assent	41	24,00,427	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as a **Special Resolution**.

For Magna Electro Castings Limited



N Krishna Samaraj
(DIN: 00048547)
Managing Director

Date : 28th August, 2023

Place : Coimbatore



MDS & Associates LLP

Company Secretaries

**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND
E-VOTING AT THE ANNUAL GENERAL MEETING**
**(Pursuant to 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 the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015)**

To

The Managing Director
33rd Annual General Meeting of the Equity Shareholders of
M/s. Magna Electro Castings Limited
(CIN: L31103TZ1990PLC002836)
Held on Saturday, 26th August 2023, at 3:30 PM
Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

**Sub: Scrutinizer's Report on remote e-voting and e-voting conducted at the 33rd
Annual General Meeting of M/s. Magna Electro Castings Limited held on
26th August 2023.**

I, M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of M/s. Magna Electro Castings Limited ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 33rd Annual General Meeting in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting and e-voting at the Annual General Meeting on the resolution(s) as set out in the Notice convening the 33rd Annual General Meeting of the Company held on Saturday, 26th August 2023, at 3:30 PM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") respectively from time to time permitting the conduct of the Annual General Meeting through VC/OAVM facility.



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Company Secretaries

Responsibility of the Management

Continuation Sheet...

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means, on the resolution(s) as set out in the Notice convening the 33rd Annual General Meeting dated 30th May 2023.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 33rd Annual General Meeting, is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolution(s), as set out in Item No. 1 to Item No. 7 in the Notice convening the 33rd Annual General Meeting of the Company dated 30th May 2023, based on the reports generated from the e-voting system provided by M/s. Link Intime India Private Limited ("LI IPL"), the Authorized Agency, engaged by the Company for providing e-voting facilities.

Further, since the meeting was held through VC/ OAVM facility in accordance with the said MCA Circulars and SEBI Circulars, the facility of appointment of proxies was not made available for the meeting. Accordingly, no proxy registers were made or maintained by the Company in respect of the said meeting.

Further, in addition to the above, I submit my report as under:

- a. The Notice dated 30th May 2023 convening the 33rd Annual General Meeting (AGM) of the Company along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 and the disclosure under Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), in respect of the below mentioned resolution(s) to be passed at the said 33rd Annual General Meeting of the Company, were sent by the M/s. Link Intime India Private Limited ("LI IPL") through electronic mail to the members who had registered their email ID with the Company / Depositories in accordance with the said MCA Circulars and SEBI Circulars. The Company has also placed the notice of the 33rd Annual General Meeting on its website.
- b. The Company has availed the e-voting services offered by LI IPL for providing the remote e-voting and the facility of e-voting during the meeting to the shareholders of the Company.



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Company Secretaries

Continuation Sheet..

- c. The remote e-voting period commenced on Wednesday, 23rd August 2023 at 9:00 AM (IST) and ended on Friday, 25th August 2023 at 5:00 PM (IST). During the period, the members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e., 19th August 2023 were entitled to vote on the resolutions set out in the Notice of the 33rd Annual General Meeting. The remote e-voting module of LIPL was disabled on Friday, 25th August 2023 at 5:00 PM (IST).
- d. Upon the commencement of the 33rd Annual General Meeting, the e-voting platform was activated to enable the shareholders who were present at the 33rd Annual General Meeting through video conferencing / other audio-visual means and who had not cast their vote on the resolutions through remote e-voting to vote through e-voting facility at the Meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting.
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 26th August 2023 at 5:38 PM (IST) in the presence of two witnesses who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).
- f. Thereafter, the details containing *inter alia* the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution(s) that were put to vote through remote e-voting process and e-voting at the meeting, were generated from the e-voting portal of LIPL.
- g. I have scrutinized the votes cast by remote e-voting and by e-voting at the Annual General Meeting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).
- h. Based on the reports generated from the e-voting portal of LIPL, I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and e-voting at the meeting on the resolution(s) as set out under Item No.1 to Item No.7 of the Notice convening the 33rd Annual General Meeting as under:



MDS & Associates LLP

Company Secretaries
Ordinary Business

Continuation Sheet...

Resolution No: 1

Ordinary resolution

Adoption of 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 the Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	27	23,59,804	100.00
E-Voting at AGM	14	40,623	100.00
Total Voting	41	24,00,427	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed unanimously.



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Company Secretaries

Continuation Sheet...

Ordinary Business

Resolution No: 2

Ordinary resolution

Declaration of a dividend for the year ended 31st March 2023.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	27	23,59,804	100.00
E-Voting at AGM	14	40,623	100.00
Total Voting	41	24,00,427	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed unanimously.



MDS & Associates LLP

Company Secretaries

Continuation Sheet...

Ordinary Business

Resolution No: 3

Ordinary resolution

Reappointment of Sri.J.Vijayakumar (DIN: 00002530) as Director, who retires by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	27	23,59,804	100.00
E-Voting at AGM	14	40,623	100.00
Total Voting	41	24,00,427	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 3 may be considered as passed unanimously.



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Company Secretaries
Special Business

Continuation Sheet...

Resolution No: 4

Ordinary resolution

Approval pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act 2013, for enter / continue to enter into transaction(s) / contract(s) / arrangement(s) / agreements with M/s. Samrajyaa and Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	*12	21,123	87.38
E-Voting at AGM	13	40,023	98.52
Total Voting	25	61,146	94.37

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	2	3,051	12.62
E-Voting at AGM	1	600	1.48
Total Voting	3	3,651	5.63

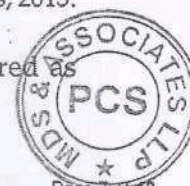
INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	**1	10,000
E-Voting at AGM	0	0
Total Voting	0	0

*12 Shareholders holding 23,25,630 shares abstained from voting on this resolution, being the related parties

**Votes cast by 1 related party holding 10,000 shares have been considered as invalid pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Note: Thus, the Ordinary Resolution as given in Item No. 4 may be considered as passed with requisite majority.



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Company Secretaries

Continuation Sheet...

Special Business

Resolution No: 5

Ordinary resolution

Ratification of payment of remuneration to M/s. SBK & Associates (Firm Registration No.000342), Chennai, Cost Auditors of the Company for the financial year ending 31st March 2024.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	27	23,59,804	100.00
E-Voting at AGM	14	40,623	100.00
Total Voting	41	24,00,427	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 5 may be considered as passed unanimously.



MDS & Associates LLP

Company Secretaries

Continuation Sheet...

Special Business

Resolution No: 6

Ordinary resolution

Appointment of Sri. Ajeya Vel Narayanaswamy (DIN: 07553660), as Non-Executive Non-Independent Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	27	23,59,804	100.00
E-Voting at AGM	14	40,623	100.00
Total Voting	41	24,00,427	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 6 may be considered as passed unanimously.



MDS & Associates LLP

Company Secretaries
Special Business

Continuation Sheet...

Resolution No: 7

Special resolution

Appointment of Smt. Vijayalakshmi Narendra (DIN: 00412374), as a Non-Executive Independent Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	27	23,59,804	100.00
E-Voting at AGM	14	40,623	100.00
Total Voting	41	24,00,427	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

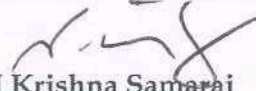
Note: Thus, the Special Resolution as given in Item No.7 may be considered as passed unanimously.

Date : 26th August 2023

Based on the Scrutinizer's Report, the Resolution Nos.1 to 7 has been passed with requisite majority



For Magna Electro Castings Limited


N Krishna Santaraj
(DIN: 00048547)
Managing Director



For MDS & Associates LLP
Company Secretaries

MUTHUSWAMY
DORASWAMI
SELVARAJ

M D Selvaraj

Managing Partner

FCS No.: 960; C P No.: 411

Peer Review No. 3030/2023

UDIN: F000960E000873194