

07.09.2020

<p>To, Manager Dept. of Corporate Services Bombay Stock Exchange Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001 Fax : 022- 22723121/2037/2039/2041 corp.relations@bseindia.com Scrip Code : 532906</p>	<p>To, Manager Dept. of Corporate Services The National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra, Mumbai – 400 051 Fax: 022-26598237/38, 26598347/48 cmlist@nse.co.in Scrip Code : MAANALU</p>
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Sub: Submission of Notice of the 17th Annual General Meeting

Dear Sir,

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, as amended from time to time, please find enclosed the Notice of the 17th Annual General Meeting scheduled to be held on Tuesday, September 29, 2020 at 1.00 P.M. IST through Video Conferencing (VC)/ Other Audio Visual means (OAVM).

S. No.	Activity	Schedule
1	Cut-Off date for entitlement of shareholders for e-voting	22.09.2020
2	Closure of ROM and Share Transfer Books	23.09.2020-29.09.2020
3	E-voting starts date and time	26.09.2020 & 9.00 A.M.
4	E-voting ends date and time	28.09.2020 & 5.00 P.M.
5	Date and time of AGM	29.09.2020 & 1.00 P.M.
6	Mode of AGM	Video Conferencing (VC)/ Other Audio Visual means (OAVM).
7.	E voting website	https://instavote.linkintime.co.in

The notice of the 17th AGM shall also be made available on the Company's website www.maanaluminium.com, website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.

You are requested to kindly take the same on record.

Thanking you.

Yours faithfully,

For **Maan Aluminium Limited**

ANU

AGGARWAL

Anu Aggarwal

Company Secretary

Digitally signed by ANU
AGGARWAL
Date: 2020.09.07 15:41:20
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Notice

Notice is hereby given that the **Seventeenth Annual General Meeting** (17th AGM) of the members of **Maan Aluminium Limited** is scheduled to be held on Tuesday, September 29, 2020 at 1.00 P.M. IST through Video Conferencing (VC)/ Other Audio Visual means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2020 and 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.

2. To confirm the interim dividend of Rs. 1 per equity share of face value of Rs. 10 each as final dividend for the financial year ended 31 March 2020.

3. To appoint a director in place of Mr. Sandeep Verma (DIN: 07132137) who retires from the office by rotation and being eligible, offers himself for re-appointment.

“Resolved That Mr. Sandeep Verma (DIN: 07132137) who retires by rotation from the Board of Directors pursuant to the provisions of Section 152 of the Companies Act, 2013 and as per the Company’s Articles of Association be and is hereby reappointed as the Director of the Company.”

4. To appoint **M/s MAK & Associates, Chartered Accountants** (Firm Registration Number 003060C) as the Statutory Auditors of the Company in place of the existing Statutory Auditor i.e. M/s Khandelwal and Khandelwal Associates (Firm Registration Number 008389C) and in this regard to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and 142 read with the Companies [Audit and Auditors] Rules, 2014 and other applicable provisions [including any modification or re-enactment thereof] if any, of the Companies Act, 2013, approval of the members be and is hereby accorded that M/s. M A K & Associates, Chartered Accountants (Firm Registration Number 003060C) be and is hereby appointed as the Statutory Auditors of the Company to hold the office for the term of five years beginning from the conclusion of the ensuing Annual General Meeting till the conclusion of the Annual General Meeting of the Company to be held in Year 2025 on such terms and remuneration as may be mutually agreed upon between the said Auditors and Board of Directors of the Company;

FURTHER RESOLVED THAT any director of the Company be and is hereby authorized to do all such acts, things and deeds as may be deemed necessary to give effect to the above stated resolutions.”

SPECIAL BUSINESS:

5. **To fix remuneration of M/s Vivek Bothra, Cost Accountant (Membership No. 16308) the Cost Auditor of the Company and in this regard to consider and, if thought fit, to pass**

with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, M/s Vivek Bothra, Cost Accountant (Membership No. 16308), appointed as Cost Auditors, by the Board of Directors of the Company, to conduct the audit of the cost accounting records of the “Aluminium” manufactured by the Company for the financial year ending March 31, 2021, consent of the members of the Company be and is hereby accorded for payment of remuneration amounting to Rs. 85,000/- (Rupees Eighty Five thousand only) excluding service tax and out of pocket expenses, if any;

FURTHER RESOLVED THAT any Director or Key Managerial Personnel of the Company be and is hereby severally authorized to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all such acts, deeds, matters and things as may be necessary, proper, desirable or expedient to give effect to this resolution.”

6. **To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution for Re-Appointment of Mr. Suresh Chander Malik (DIN: 05178174), Non-Executive Independent Director as an Independent Director :**

“RESOLVED AS A SPECIAL RESOLUTION THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 17(1A) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Suresh Chander Malik (DIN: 05178174), Non-Executive Independent Director, who holds office of Independent Director up to March 31, 2021, and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years with effect from 1st April 2021 up to 31st March 2026, on the existing terms and conditions, notwithstanding that he has attained the age of 75;

RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company be and is hereby severally authorized to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all such acts, deeds, matters and things as may be necessary, proper, desirable or expedient to give effect to this resolution.”

**By order of the Board
For Maan Aluminium Limited**

**Date: 02.09.2020
Place: Delhi**

**Anu Aggarwal
Company Secretary**

Notes:

1. Statement pursuant to Section 102(1) of the Companies Act, 2013 (“Act”), in respect of the Special Business to be transacted at the Annual General Meeting (“AGM”) is annexed hereto.
2. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the Government of India, Ministry of Corporate Affairs allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs (“MCA”) has vide it’s circular dated May 05, 2020 read with circulars dated April 08, 2020 and April 13, 2020 (collectively referred as “MCA Circulars”) permitted the holding AGM through the Video Conferencing (VC)/ Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly in compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC/OAVM. The detailed procedure for participation in the meeting through VC/OAVM is as per the instructions given below and available at the Company’s website www.maanaluminium.com.
3. The AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip is not annexed to this notice.
4. Corporate Members are required to send a scanned copy (PDF/JPG Format) of its Board Resolution/Authorization Letter authorizing its representatives to attend the AGM through VC/OAVM on its behalf and to vote through e-voting to Link Intime India Private Limited (Registrar and Transfer Agent), by email through its Registered Email ID to secretarial@maanaluminium.in with a copy marked to instameet@linkintime.co.in.
5. In Compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-2020 is being sent only through electronic mode to those members whose email ID are registered with the Company/NSDL/CDSL (“Depositories”). Members may also note that Notice and Annual Report 2019-2020 will be available on the Company’s Website www.maanaluminium.com, website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.
6. Members whose email address are not registered can register the same in the following manner:
 - a) Members holding share(s) in physical mode can register their email ID by sending requisite details of their holdings and documents to secretarial@maanaluminium.in.
 - b) Members holding shares in electronic mode are requested to regisitr/update their email ID with their respective Depository Participants “DPs” for receiving all communications from the Company electronically.
7. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders holding shares in the physical form. The shareholders, who are desirous of availing this facility, may kindly write to Company’s R & T Agent for nomination form by quoting their folio number.
8. The Register of Members and Share Transfer Books of the Company will remain closed from September 23, 2020 to September 29, 2020 (both days inclusive) for the purpose of Annual General Meeting.
9. The Register of Directors’ and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.
10. The Company has engaged the services of Link Intime India Private Limited (Registrar and Transfer Agent), as the authorized agency for conducting the e-AGM and providing the e-voting facility.
11. Members attending the AGM through VC/OAVM shall be counted as the quorum under Section 103 of the Act.
12. Since the AGM will be held through VC/OAVM, the route map is not annexed in this Notice.
13. As mandated by the SEBI, w.e.f April 01, 2019, that the securities of listed companies shall be transferred only in dematerialized form. In order to facilitate transfer of share(s) view of the above and to avail various benefits of dematerialization, Members are advised to dematerialize shares (s) held in physical form.
14. Details of Director Seeking Re-Appointment as required under Regulation 36(3) of The SEBI (Listing Obligation And Disclosure Requirement) Regulations, 2015:

Name of Director	Suresh Chander Malik	Sandeep Verma
Director Identification No.	05178174	07132137
Date of Birth	04.06.1945	03.09.1975
Date of first Appointment	14.11.2015	17.04.2015
Terms & conditions of re-appointment	Re-appointment as an Independent Director of the Company to hold office for a second term of five consecutive years with effect from 1st April 2021 up to 31st March 2026, on the existing terms and conditions.	Pursuant to the provisions of section 152 of the Companies Act, 2013 and as per the Company's Articles of Association.
Qualification	He is Retried Senior Intelligence Officer from Directorate General of Central Excise Intelligence.	Master in Business Administration
Experience / Expertise in functional field and brief resume	He has experience of directorship in various fields of Industry.	He is a management professional with around 20 years of rich experience in the manufacturing sector.
No. of Shares held in the Company	NIL	NIL
No. of Board Meetings attended during the F.Y. 2019-2020	Attendance in board meeting and other details are given in the Corporate Governance Report, which is part of Annual Report	Attendance in board meeting and other details are given in the Corporate Governance Report, which is part of Annual Report
Details of remuneration last drawn	He has been paid Rs.0.45 lacs towards sitting fees for the F.Y. 2019-2020.	He has been paid Rs.43.64 lacs as remuneration for the F.Y. 2019-2020.
Details of remuneration sought to be paid	Besides payment of sitting fees, he is entitled for the commission as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors. (If any)	Remuneration paid.
Other Directorships	NIL	NIL
Chairpersonship / Membership of Committees of other Companies	None	None
Relationship with other Directors, Manager and Key Managerial Personnel	None	None

15. Members holding shares under multiple folios in the identical order of names are requested to consolidate their holdings into one folio.

16. Members desirous of any information or queries on accounts or relevant reports are requested to send their queries atleast ten days in advance to the Company at its corporate office address to enable the Company to collect the relevant information and answer them in the meeting.

17. Members holding shares under multiple folios in the identical order of names are requested to consolidate their holdings into one folio.

18. Unclaimed Dividend:

Shareholders are requested to note that dividends, which are not encashed and remain unpaid / unclaimed for seven years from the date it become due for payment, will be transferred to the Investors Education & Protection Fund (IEPF) established by Central Government as per section 125 of the Companies Act, 2013.

The Company has uploaded the details of unpaid / unclaimed dividend lying with the Company on the website of the Company www.maanaluminium.com

19. Shares due to transfer to IEPF:

Equity shares in respect to which dividend has not been encashed for seven consecutive years or more will be required to transfer to Investors Education & Protection Fund (IEPF) pursuant to section 124(6) of the Companies Act 2013. Relevant details in this respect are posted on the Company's website www.maanaluminium.com in investors section. The Company sends communication in this respect to concerned shareholders from time to time as may be necessary. Shareholders are requested to Contact Company or RTA to encash the unclaimed dividend and in case any pending legal disputes, provide certified copy of order from Court / Authority restraining transfer, payment of dividend etc.

20. PROCEDURE OF VOTING AT AGM

Members who do not vote by e-voting are entitled to vote at the meeting. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again at the meeting. Members who do not vote by e-voting are entitled

to vote at the meeting. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again at the meeting.

21. E-VOTING FACILITY

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules 2014, the Company is providing the facility to members to exercise their right to vote by electronic means by remote e-voting facility (e-voting) and accordingly business/resolutions as mentioned in the AGM Notice shall be transacted also considering e-voting. Necessary arrangements have been made by the Company with Link Intime India Private Limited through Insta Meet to facilitate e-voting. The Company has appointed M/s. A Abhinav & Associates, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of votes cast electronically, in a fair and transparent manner. The Company may vary the dates as mentioned herein and scrutinizer, if necessary to meet the compliance or if circumstances so warrant.

For the purpose of dispatch of this notice, shareholders of the Company holding shares either in physical form or in dematerialized form as on 28 August, 2020, have been considered.

The Members whose names appear in the Register of Members/ list of Beneficial Owners as received from Depositories as on 22 September, 2020 ("cut-off date") are entitled to vote on the resolutions set forth in this Notice. Person who is not a member as on the said date should treat this Notice for information purpose only.

The e-voting period will commence on 26 September 2020 (9:00 a.m.) and will end on 28 September, 2020 (5:00 p.m.). During the said period, shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter.

On submission of the report by the scrutinizer, the result of voting at the meeting and e-voting shall be declared. The Results along with the Scrutinizer's Report shall be placed on the Company's website www.maanaluminium.com and BSE Limited www.bselimited.com and National Stock Exchange of India Ltd. www.nseindia.com. Result will be declared forthwith on receipt of the Report of the Scrutinizer.

Process and manner for attending the Annual General Meeting through Insta Meet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>
 - Select the "Company" and 'Event Date' and register with your following details: -
- A. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**

- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company

- B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable).
 - C. **Mobile No.:** Enter your mobile number.
 - D. **Email ID:** Enter your email id, as recorded with your DP/ Company.
- Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 7 days in advance with the company on the specific email id secretarial@maanaluminium.in created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email id) received during registration for InstaMEET and click on 'Submit'.

3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/ Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/ Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>
- or
- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1 Enter your First Name, Last Name and Email ID and click on Join Now.

- 1 (A)** If you have already installed the Webex application on your device, join the meeting by clicking on Join Now

- 1 (B)** If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or [Run a temporary application](#). Click on [Run a temporary application](#), an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

Remote e-Voting Instructions for shareholders

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>

Those who are first time users of LIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:

- Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -

A. User ID: Enter your User ID

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide Event No + Folio Number** registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/

Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

- Shareholders/ members holding shares in **CDSL demat account shall provide either ‘C’ or ‘D’, above**
- Shareholders/ members holding shares in **NSDL demat account shall provide ‘D’, above**
- Shareholders/ members holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@#\$\$&*), at least one numeral, at least one alphabet and at least one capital letter).

- Click “confirm” (Your password is now generated).

NOTE: If Shareholders/ members are holding shares in demat form and have registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier event of any company then they can use their existing password to login.

2. Click on ‘Login’ under ‘SHARE HOLDER’ tab.

3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **'Submit'**.
4. After successful login, you will be able to see the notification for e-voting. Select **'View'** icon.
5. E-voting page will appear.
6. Refer the Resolution description and cast your vote by selecting your desired option **'Favour / Against'** (If you wish to view the entire Resolution details, click on the **'View Resolution'** file link).
7. After selecting the desired option i.e. Favour / Against, click on **'Submit'**. A confirmation box will be displayed. If you wish to confirm your vote, click on **'Yes'**, else to change your vote, click on **'No'** and accordingly modify your vote.
8. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as **'Custodian / Mutual Fund / Corporate Body'**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body'** login for the Scrutinizer to verify the same.

If you have forgotten the password:

- Click on **'Login'** under **'SHARE HOLDER'** tab and further Click **'forgot password?'**
- Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on **'Submit'**.

- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@#\$\$&*), at least one numeral, at least one alphabet and at least one capital letter.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in the Notice.

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Shareholders/ members holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

In case shareholders/ members have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 -4918 6000.

Statement pursuant to Section 102 (1) of the Companies Act, 2013 to the accompanying Notice

Item No. 5: Ratification of Remuneration of Cost Auditors

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a Cost Auditor to conduct audit of Cost Records of the Company.

The Board, on the recommendation of the Audit Committee has approved the appointment of Mr. Vivek Bothra, Cost Accountant (Membership No. 16308), Cost Accountants, as the Cost Auditors of the Company for the financial year ending March 31, 2021, at a remuneration of Rs. 85,000/- (Rupees Eighty Five Thousand only) plus applicable taxes and reimbursement of actual out-of-pocket expenses, if any. The remuneration payable to the Cost Auditors is required to be ratified by the members of the Company.

Accordingly, the consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2021.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution at Item No. 5 of the Notice.

The Board recommends the passing of an Ordinary Resolution as set out at Item No. 5 of the accompanying Notice.

Item No. 6: Re-Appointment of Mr. Suresh Chander Malik (DIN: 05178174). Non-Executive Independent Director as an Independent Director

Mr. Suresh Chander Malik (DIN: 05178174), Non-Executive Independent Director, was appointed as Independent Director of the Company pursuant to Section 149 of the Companies Act, 2013 by the Shareholder in the 13th Annual General Meeting held on 2nd day of July 2016 (First Term as per the explanation to Section 149(10) and 149(11) of the Act.)

Regulation 17(1A) was inserted in the Listing Regulations through SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 with effect from 1st April 2019. This Regulation prescribe that no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of 75 (seventy five) years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person.

Mr Malik who is above 75 years and as per Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), The Nomination & Remuneration Committee after taking into account the performance evaluation of Mr. Malik, during their first term of 5 years and considering the knowledge, acumen, expertise and experience in their respective fields and the substantial contribution made by him during his tenure as an Independent Director since his appointment has recommended to the Board that continued association of him as an Independent Directors would be in the interest of the Company. Also, he is

Retried Senior Intelligence Officer from Directorate General of Central Excise Intelligence.

Based on the above, the Nomination & Remuneration Committee and the Board has recommended the re-appointment of Mr. Suresh Chander Malik as Independent Directors on the Board of the Company, to hold office for a second term of five consecutive years with effect from 1st April 2021 up to 31st March 2026, on the existing terms and conditions, notwithstanding that he has attained the age of 75 years.

He had submitted his declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act & Regulation 16 of the Listing Regulations; and that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties with an objective independent judgment and without any external influence. Mr. Suresh Chander Malik has also confirmed that he is not disqualified to be re-appointed as Director in terms of Section 164 of the Act and not debarred from holding the office of Director by virtue of any SEBI order or order of any other Authority.

Copy of the draft letter of re-appointment of Mr. Suresh Chander Malik as an Independent Director setting out the terms and conditions of his re-appointment are available for inspection by the Members at the Registered Office of the Company during normal business hours on all working days up to and including the date of ensuing AGM.

The terms and conditions of appointment of Mr. Suresh Chander Malik, Non-Executive Independent Director shall be open for inspection by the Members at the registered office of the Company during business hours on any working day.

Mr. Suresh Chander Malik do not hold any equity shares in the Company

The Board of Directors recommended the resolution at Item No. 6 of the Notice for approval of Members by Special Resolution.

Except Mr. Suresh Chander Malik for himself and through his relatives to the extent of their shareholding, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested non officially or otherwise in the aforesaid Resolution.

Brief resume of Mr. Suresh Chander Malik, nature of his expertise in specific functional areas and names of Companies in which he holds directorships and memberships/ chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, are provided in the Annexure to the Notice.

**By order of the Board
For Maan Aluminium Limited**

**Date: 02.09.2020
Place: Delhi**

**Anu Aggarwal
Company Secretary**