

Ref: MIL/AB/BSE/NSE/22

Date: September 19, 2022

<b>The Manager</b> <b>Corporate Relationship Department</b> <b>BSE Limited</b> <b>1<sup>st</sup> Floor, New Trading Wing, Rotunda</b> <b>Building,</b> <b>P J Towers, Dalal Street, Fort, Mumbai -</b> <b>400001</b>	<b>The Manager Listing</b> <b>Department</b> <b>National Stock Exchange of India Limited</b> <b>Exchange Plaza, 5<sup>th</sup> Floor,</b> <b>Plot No. C-1, Block G,</b> <b>Bandra Kurla Complex, Bandra (E),</b> <b>Mumbai - 400051</b>
<b>BSE Security Code: 539400</b>	<b>NSE Symbol: MALLCOM</b>

Dear Sir/Madam,

**Sub: Outcome of the 38<sup>th</sup> Annual General Meeting of the Company**

The 38<sup>th</sup> Annual General Meeting (“AGM”) of the Members of Mallcom (India) Ltd was held today on Monday, the 19<sup>th</sup> day of September, 2022 at 11:00 A.M.(IST), through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

We hereby wish to inform you that the Ordinary and the Special Businesses as listed in the Notice of the AGM dated May 30, 2022 have been approved with requisite majority at the AGM today and the details of the said businesses along with the profile of the Directors appointed/re-appointed at the AGM are given in the said Notice.

In terms of the provisions of the Companies Act, 2013 (as amended) and Rules made thereunder read with the provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, (as amended) (“Listing Regulations”), the Company has provided remote e-voting. Mrs. Rakhi Dasgupta, Company Secretary in Practice, of M/s. Rakhi Dasgupta & Associates, Company Secretaries was appointed as the Scrutinizer to scrutinize the remote e-voting in a fair and transparent manner.

In this regard, we are enclosing herewith the following:

- 1) The summary of the proceedings of the AGM pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (**Annexure I**).

This is for your information and record.

Thanking You,

Yours faithfully,

**For MALLCOM (INDIA) LTD**

**Anushree Biswas**

**Company Secretary & Compliance Officer**

**Encl.: a/a**



**SUMMARY OF THE PROCEEDINGS OF THE 38TH ANNUAL GENERAL MEETING (AGM) OF MALLCOM (INDIA) LTD HELD ON MONDAY, 19<sup>TH</sup> SEPTEMBER, 2022**

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In compliance with the General Circulars No. 14/2020, No. 17/2020, No. 20/2020, No. 02/2021 and No. 2/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 5, 2022 respectively (hereinafter, collectively referred as the “MCA Circulars”) read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively, the 38th AGM was duly convened and held on Monday, September 19, 2022 through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), which commenced at 11:00 A.M. (IST) and concluded at 12:37 P.M. (IST) (including the time allowed for e-Voting during the AGM).

Ms. Anushree Biswas, Company Secretary, welcomed the Members attending the AGM and briefed about the guidelines to be followed during the Meeting for shareholders and registered speakers. Mr. Ajay Kumar Mall, Chairman of the Board of Directors of the Company, greeted the Members and chaired the proceedings at the AGM. As the requisite quorum was present, the Chairman called the Meeting to order. Thereafter, he introduced other directors who joined the Meeting from various locations. All the directors including the respective Chairpersons of various Committees were also present at the AGM.

The representative of M/s. S. K. Singhania & Co, the Statutory Auditors and M/s. Rakhi Dasgupta & Associates, Secretarial Auditor for the year 2021-22 were also present at the Meeting.

Total 85 Members attended the AGM as per the records of the attendance.

Thereafter, the Notice dated May 30, 2022 convening the 38th AGM (the “Notice”) was taken as read with the consent of the Members present. The Chairman mentioned that there were no qualifications, observations or other remarks made by the Auditors in their Report on the Financial Statements (both Standalone and Consolidated) or by the Secretarial Auditor in her Secretarial Audit Report for the financial year ended March 31, 2022 which may have any adverse effect on the functioning of the Company. Hence, the Auditors’ Report on the Financial Statement and the Secretarial Audit Report were not required to be read.

The Chairman then delivered his speech, highlighting, inter alia, the Key developments of the Company for the year 2021-22, covering CSR initiatives, financial performance and key focus areas and other initiatives of the Company.

Thereafter, the resolutions were tabled at the Meeting by the Chairman and he explained the objectives and implications of each item of businesses for consideration by the shareholders. The Company Secretary invited the Shareholders who had registered themselves as Speakers and were attending the Meeting through VC / OAVM, to put forward their queries / feedback, if any, on the Reports and Financial Statements of the Company for the financial year ended March 31, 2022 and/or on the Agenda Items as contained in the Notice. The Company Secretary invited the Members to raise questions and clarifications were provided by the Chairman and CFO to the queries raised by the members.

The Chairman informed the Members that in compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder and amendments thereto, read together



with the MCA Circulars and Regulation 44 of the Listing Regulations, the Company had engaged the services of NSDL to provide remote e-Voting facility which commenced on Friday, September 16, 2022 (09:00 A.M. IST) and ended on Sunday, September 18, 2022 (5:00 P.M. IST). For Members present at the AGM, who had not cast their votes through remote e-Voting, were offered e-Voting facility during the AGM to cast their votes electronically.

The voting rights of the Members were reckoned based on the number of shares held by them as on the ‘**cut-off date i.e., Monday, September 12, 2022**’ CS Rakhi Dasgupta of M/s. Rakhi Dasgupta & Associates, Practicing Company Secretary, Kolkata,(Membership No.: ACS-28739 and C.P. No. 20354), Kolkata, was appointed for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner.

Thereafter, the following businesses as set out in the Notice dated May 30, 2022 convening the AGM were transacted :

Sl.No.	Particulars
<b>ORDINARY BUSINESS (Ordinary Resolutions)</b>	
1.	Adoption of Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.
2.	Declaration of Dividend of Rs.3/- per equity share (i.e. 30%) of Rs. 10/- each, fully paid-up for the financial year ended March 31, 2022, as recommended by the Board.
3.	To appoint a Director in place of Mr. Giriraj Kumar Mall (DIN 01043022), who retires by rotation and being eligible, offers himself for re-appointment
<b>SPECIAL BUSINESS (Ordinary/Special Resolution)</b>	
4.	To Provide loan or guarantee or security in connection with loan availed by any of the company's subsidiary(ies) or any other person specified under section 185 of the companies act, 2013. <b>(Special Resolution)</b>



The Chairman authorized the Company secretary to declare the results of voting. The Chairman informed the Members that the consolidated e-voting results will be declared as per the details given in the Notice and concluded the proceedings of the Meeting after thanking the Directors and the Shareholders for joining the Meeting. The Meeting was concluded with a vote of thanks to the Chair. The e- Voting facility was kept open for the next 15 minutes to enable the Members to cast their votes.

The Meeting concluded at 12:37 P.M with a vote of thanks to the Chairman.

**Thanking You,**

**Yours Faithfully**

**For Mallcom (India) Ltd**

**ANUSHREE BISWAS**  
**(Company Secretary & Compliance Officer)**

