

McNally Bharat Engineering Company Limited

CIN: L45202WB1961PLC025181 Corporate Office: Ecospace Campus 2B 11F/12 New Town, Rajarhat, North 24 Parganas, Kolkata 700160 Telephone +91 3344591111

Email: mbe.corp@mbecl.co.in Website: www.mcnallybharat.com Registered Office: 4 Mangoe Lane, Kolkata-700001

20th March 2023

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,

Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Voting Results and Scrutinizer's Report on the business transacted by way of Postal Ballot conducted through remote e-voting. Scrip Code/Symbol: 532629 / MBECL

Pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 and section 110 of the Companies Act, 2013 together with Companies (Management and Administration) Rules, 2014, we are submitting herewith the voting results of the business transacted by way of Postal Ballot through remote e-voting, during the period from 10.00 AM on 17th February 2023 till 05.00 P.M. on 18th March 2023, in the prescribed format along with the consolidated report of the Scrutinizer on the remote e-voting as Annexure A and Annexure B respectively.

The above information is being uploaded on the website of the Company at <u>www.mcnallybharat.com</u> and the website of NSDL at <u>https://evoting.nsdl.com</u>. We request you to kindly take the same on record and disseminate appropriately.

Yours faithfully

For McNally Bharat Engineering Company Limited

INDRA
NI RAY

Indrani Ray

Company Secretary

[McNally Bharat Engineering Company Limited is under Corporate Insolvency Resolution Process as per provisions of the Insolvency and Bankruptcy Code, 2016. Its affairs, business, and assets are being managed by the Resolution Professional, Mr. Ravi Sethia, appointed by the Kolkata Bench of the Hon'ble National Company Law Tribunal vide Order dated 26 August 2022 (Order published on 2 September 2022) under the provisions of the Code.]



General information about company			
Scrip code	532629		
NSE Symbol	MBECL		
MSEI Symbol	NOTLISTED		
ISIN	INE748A01016		
Name of the company	McNally Bharat Engineering Company Limited		
Type of meeting	Postal Ballot		
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	18-03-2023		
Start time of the meeting			
End time of the meeting			

Scrutinizer Details			
Name of the Scrutinizer	Prakash Kumar Shaw		
Firms Name	Prakash Shaw & Co.		
Qualification	CS		
Membership Number	32895		
Date of Board Meeting in which appointed	13-02-2023		
Date of Issuance of Report to the company	20-03-2023		

Voting results		
Record date	10-02-2023	
Total number of shareholders on record date	24615	
No. of shareholders present in the meeting either in person or through proxy		
a) Promoters and Promoter group		
b) Public		
No. of shareholders attended the meeting through video conferencing		
a) Promoters and Promoter group		
b) Public		
No. of resolution passed in the meeting	1	
Disclosure of notes on voting results		

]	Resolution(1)				
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To approve continuation of directorship of Mr. Nilotpal Roy (DIN 00087298) as non-executive Independent Director beyond the age of 75 years in his current tenure.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
	E-Voting		58358036	84.1208	58358036	0	100	0
Promoter and	Poll	69374046	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	09374040	0	0	0	0	0	0
	Total	69374046	58358036	84.1208	58358036	0	100	0
Public- Institutions	E-Voting	92719	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	92719	0	0	0	0	0	0
Public- Non Institutions	E-Voting	142103992	35760094	25.1647	35715547	44547	99.8754	0.1246
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	142103992	35760094	25.1647	35715547	44547	99.8754	0.1246
Total 211570757 94118130			94118130	44.4854	94073583	44547	99.9527	0.0473
				Wheth	er resolution is	Pass or Not.	Yes	
				Discl	osure of notes	on resolution	1	

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



P-38, Princep Street, 1st Floor, Room No.12 Kolkata - 700 072 Mob: 9681158391

E-mail: csprakashshaw@gmail.com.

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

The Board of Directors & Resolution Professional McNally Bharat Engineering Company Limited 4, Mangoe Lane, 7th Floor Kolkata – 700 001

Dear Sir,

I, Prakash Kumar Shaw, Practising Company Secretary (ACS – 32895 / CP – 16239) and proprietor of M/s. Prakash Shaw & Co., Company Secretaries, Kolkata was appointed as the scrutinizer by the Board of Directors & Resolution Professional of the Company at their meeting held on February 13, 2023 in connection with Postal Ballot conducted by "*McNally Bharat Engineering Company Limited*" ("*Company*") in terms of MCA Circular No. 02/2021 dated 13th January, 2021 read with earlier MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020 and, Circular No. 02/2021 dated 13th January 2021, 10/2021 dated 23rd June, 2021 and 20/2021, 8th December, 2021, Circular No. 02/2022 dated 5th May 2022 (collectively referred to as "Applicable MCA Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting on the resolutions contained in the Postal Ballot Notice dated the 13th day of February, 2023. My responsibility as a scrutinizer for remote e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the c-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide the facilities for both remote e-voting.





I submit my report as under:

- 1. The remote e-voting period remained open from 10:00 A.M. IST on Friday, the 17th day of February, 2023 up to 5:00 P.M. IST on Saturday, the 18th day of March, 2023.
- 2. The shareholders holding shares as on the "cut off" date, i.e. the 10th day of February, 2023 were entitled to vote on the proposed 1 (One) resolution as mentioned in the Postal Ballot Notice dated the 13th day of February, 2023.
- 3. The result of e-voting was downloaded after 5:00 p.m on Saturday, the 18th day of February, 2023 from NSDL website providing the platform for e-voting system (www.evoting.nsdl.com) and were unblocked in the presence of two witnesses, namely, Mr. Sujit Kumar Thakur, residing at 5/2, Nandi Bagan Bye Lane, Howrah 711106 and Mr. Vikash Shaw, residing at 165/1, Benaras Road, 3rd Floor, Howrah 711106, who are not in employment of the Company.
- 4. The combined result of the remote e-voting [EVEN: 123489] are as under:

<A> SPECIAL BUSINESS:

a) Resolution 1 : Special Resolution

To approve continuation of directorship of Mr. Nilotpal Roy (DIN 00087298) as non-executive Independent Director beyond the age of 75 years in his current tenure.

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid
		•	votes cast
Remote e-voting	130	94073583	
Total	130	94073583	99.9527%



(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	44	44547	
Total	44	44547	0.0473%

(iii) Invalid Votes:

Total number of	Total number of
members whose votes were declared invalid	votes cast by them
-	-

- 7. All the resolutions proposed hereinabove have been passed with requisite majority.
- 8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through remote e-voting.

Thanking You, Yours truly For **PRAKASH SAHW & Co.**

PRAKASH KUMAR SHAW Practising Company Secretary

Membership No 32895

Bakash 8how

COP- 16239 UDIN No.:

Date: 20.03.2023

Place: Kolkata

PRAKASH
COUNTY (genet by PRAKASH
MARK SHAW)
DEL-CHE, O'MISTORAL
NEW CHESTORAL
DEL-CHE, O'MISTORAL
DEL-CHESTORAL
DE

Witness:

Sugit Hallows (Sujit Kumar Thakur)

5/2, Nandi Bagan Bye Lane, Howrah 711106

Vikach Show

(Vikash Shaw) 165/1, Benaras Road, 3rd Floor Howrah - 711106

Received the Report of the Scrutinizer For McNally Bharat Engineering Company Limited

INDRA NI RAY

Indrani Ray **Company Secretary**