



METAL COATINGS (INDIA) LIMITED

Registered office: 912, Hemkunt Chambers, 89, Nehru Place, New Delhi – 110 019

CIN: L74899DL1994PLC063387, **Tel:** 011-41808125

Email: info@mcilindia.net, **Website:** www.mcil.net

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty First Annual General Meeting of Metal Coatings (India) Limited will be held on Monday, 24th August, 2015 at 10.30 a.m. at Robotics Hall, ISKCON Complex, Sant Nagar Main Road, East of Kailash, New Delhi-110 065 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015, and the Profit and Loss Account for the year ended on that date, and the report of the Directors and Auditors thereon.
2. To re-appoint Mr. R.C. Khandelwal (DIN: 00124085) who retires by rotation at this meeting and being eligible, offers himself for re-appointment.
3. To declare a dividend on equity shares.
4. Re – appointment of Auditors.

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 139 of the Companies Act, 2013 (“Act”) and other applicable provisions of the Act, if any and the Rules framed thereunder, as amended from time to time, M/s. Vinod Kumar & Associates, Chartered Accountants (Firm Registration No. 002304N), be and are hereby re-appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the Conclusion of next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

SPECIAL BUSINESS:

5. **Approval of remuneration to the Cost Auditor for the financial year ending March 31, 2016**

To consider and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2016, be paid the remuneration as set out in the Statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. **Creation of charges on the assets of the Company:**

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

“RESOLVED THAT in supersession of the Ordinary Resolution passed under section 293(1)(a) of the Companies Act, 1956 at the Annual General Meeting of the shareholders of the Company held on September 14, 1995 and pursuant to Section 180(1)(a) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the shareholders of the Company be and is hereby accorded for creation by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any committee thereof for the time being exercising the power conferred on the Board by this resolution), of such mortgages/ charges/ hypothecations (in addition to the existing mortgages / charges / hypothecations created by the Company in favour of the lenders) in such form and in such manner as may be agreed to in favour of firms, bodies corporate, Banks (including foreign banks) or financial institutions (hereinafter referred to as the “Lenders”) on all or any of the present and / or future immovable and / or movable properties of the Company wherever situated, of every nature and kind whatsoever to secure any Indian Rupee or foreign currency loans, Debentures, advances and all other moneys payable by the Company to the lenders concerned, subject, however, to an overall limit of Rs. 100 Crores (Rupees Hundred Crores only) of loans or advances already obtained or to be obtained from the Lenders, in any form.”

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorized to finalize with the aforesaid institutions / banks the form, extent and manner of agreement(s), document(s) and the deed(s) for creating the mortgage(s) and/or charge(s) and to do all such acts, deeds and matters as may be necessary for giving effect to the above resolution.”

**7. To enhance and approve borrowing limits of the Company:**

To consider and if thought fit, to pass with or without modification, if any, the following resolution as a **Special Resolution**:

“RESOLVED THAT in supersession of the Ordinary Resolution passed under section 293(1)(d) of the Companies Act, 1956 at the Annual General Meeting of the shareholders of the Company held on September 14, 1995 and pursuant to Section 180(1)(c) and any other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any committee thereof for the time being exercising the power conferred on the Board by this resolution) for borrowing from time to time any sum or sums of monies from any one or more persons, firms, bodies corporate, Banks (including foreign bank) or financial institutions whether by way of cash credit, advance or deposits, loans or bill discounting or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company’s assets and properties whether present and/or future, immovable and/or movable or stock-in trade (including raw materials, stores, spare parts and components, stock in transit) and work-in-progress or all or any of the undertakings of the Company notwithstanding that the monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the sum or sums so borrowed and remaining outstanding at anytime shall not exceed in the aggregate of Rs. 100 Crores (Rupees Hundred Crores only).

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorized and empowered to arrange or settle the terms and conditions on which all such monies to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things to execute all such documents, instruments and writing as may be required for giving effect to the above resolution.”

For and on behalf of the Board of Directors

Date : 11.07.2015
Place : New Delhi

Rupali Aggarwal
Company Secretary
PAN : ASLPA9829J

NOTES:

- 1. A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in the aggregate not more than ten percent of the total share capital of the Company. Members holding more than 10% of the total share capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other member. The instrument of the proxy, in order to be effective, should be deposited at the registered office of the company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A proxy form is annexed to this report.**
- 2. An explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, relating to the special business to be transacted at the Annual General Meeting is annexed hereto.**
- 3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.**
- 4. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 18th August, 2015 to Monday, 24th August, 2015 (both days inclusive) for annual closing and determining the names of members eligible for dividend on Equity Shares for the financial year ended 31st March, 2015, if declared at the Meeting.**
- 5. The dividend on Equity Shares for the financial year ended 31st March, 2015 as recommended by the Board, if approved by the members, will be paid within a period of thirty (30) days from the date of declaration of dividend, to those members whose names appear in the Register of Members of the Company as on close of business hours on 17th August, 2015.**
- 6. Members are requested to notify immediately any change in their address to the Company / Registrars and Transfer Agents of the Company.**



7. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
8. As a measure of economy, copies of Annual Report will not be distributed at the venue of the Annual General Meeting. Members are requested to bring their attendance slip along with their copy of Annual Report to the meeting.
9. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days before the date of Annual General Meeting so as to enable the management to keep the information ready.
10. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
11. Relevant documents referred to in the accompanying notice and the statements are open for inspection by the members at the Registered Office of the Company on all working days except Saturday during business hours up to the date of Meeting.
12. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars and Transfer Agents, Link Intime (P) Limited cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in Securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrars and Transfer Agents of the Company.
14. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrars and Transfer Agents of the Company for consolidation into a single folio.
Non-Resident Indian Members are requested to inform to the Registrars and Transfer Agents of the Company, immediately of :
(a) Change in their residential status on return to India for permanent settlement. (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
15. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of the unpaid and unclaimed amounts lying with the Company as on 23.09.2014 on the website of the Company i.e. www.mcil.net, and also on the website of the Ministry of Corporate Affairs.
16. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
17. Pursuant to section 101 and section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the depository. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
18. The Notice of AGM, Annual report, attendance slip and proxy form are being sent in electronic mode to members whose e-mail addresses are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance slip are being sent to those members who have not registered their e-mail addresses with the Company or Depository Participant(s). Members who have received the notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance slip and submit a duly filled in Attendance slip at the registration counter to attend the AGM.
19. **Voting for transaction of Business.**
 - a. The Company is providing facility for voting by electronic means in compliance with the provisions of Section 108 of the Companies Act, 2013, read with rule 20 of the Companies (Management and Administration) Rules, 2014 and the revised Clause 35B of the Listing Agreement.
 - b. Members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the Annual General Meeting using electronic voting system from a place other than the venue of the Annual General Meeting ('remote e-voting'), provided by CDSL and the business may be transacted through such voting. In order to enable its Members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in the Notice of Annual General Meeting, the Company has also enclosed a ballot form with the Annual Report for 2014-15.
 - c. The Members who have cast their vote by remote e-voting shall not be entitled to cast their vote again.

**20. Voting through electronic means**

- I. The e-voting rights of the shareholders/beneficial owners shall be reckoned on the equity shares held by them as on, 17th August, 2015 (cut-off-date).
- II. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 17th August, 2015 only shall be entitled to avail the facility of remote e-voting / insta poll.
- III. The remote e-voting period commences on 20th August, 2015 (9:00 am) and ends on 23rd August, 2015 (5:00 pm). During this period members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 17th August, 2015, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the members, the member shall not be allowed to change it subsequently.

IV. The process and manner for remote e-voting are as under:

In compliance with provisions of section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 the company is pleased to provide members the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by the Central Depository Services Limited (CDSL).

The instructions for shareholders voting electronically as under:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now enter your User ID.
 - (a) For CDSL: 16 digits beneficiary ID,
 - (b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - (c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) * Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.



- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN of “Metal Coatings (India) Limited” to vote.
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
21. In case the members have any queries or issues regarding e-voting, they may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
22. The voting rights of the Members shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date.
23. The Company has appointed Mr. Hemant Kumar Singh, Company Secretary, of M/s Hemant Singh & Associates, Company Secretaries as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
24. The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Meeting.
25. The results shall be declared on or after the Annual General Meeting (AGM) of the Company. The Results declared, along with the Scrutinizer’s Report shall be placed on the Company’s website www.mcil.net and on the website of CDSL within two (2) working days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchange where the equity shares of the Company are listed i.e. BSE Ltd.
26. The Notice along with the Annual Report for the Financial Year 2014-15 will also be available on the Company’s Website www.mcil.net for download.

For and on behalf of the Board of Directors

Date : 11.07.2015
Place : New Delhi

Rupali Aggarwal
Company Secretary
PAN : ASLPA9829J



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to the special business mentioned in the accompanying Notice:

ITEM NO. 5

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditor to conduct the audit of the cost records of the Company for the financial year ending March 31, 2016 at a consolidated remuneration of Rs. 35,000/- (Rupees Thirty Five Thousand Only) per annum plus applicable taxes & re-imbursment of out-of pocket expenses.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as recommended by the Audit Committee and as approved by the Board of Directors, has to be ratified by the shareholders of the Company.

Accordingly, 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 Auditor for the financial year ending March 31, 2016.

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

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

ITEM NO. 6 and 7

The members of the Company at their Annual General Meeting held on September 14, 1995 had approved by way of an Ordinary Resolution under Section 293(1)(d) of the Companies Act, 1956 borrowings over and above the aggregate of paid up share capital and free reserves of the Company provided that the total amount of such borrowings together with the amounts already borrowed (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) and outstanding at any point of time shall not be in excess of Rs. 10 Crores (Rupees Ten crores only) and for creation of mortgages/charge/hypothecation on all present and future properties of the Company in favour of lenders upto a limit of Rs. 10 crores (Rupees Ten crores only) under Section 293 (1)(a) of the Companies Act, 1956. However as per the corresponding provisions of section 180(1)(c) and 180(1)(a) of the Companies Act, 2013, which were notified on September 12, 2013 consent of the shareholders of the Company by way of Special Resolution is required to borrow money in excess of the paid up share capital and free reserves of the Company and for creation of mortgages/charge/hypothecation on all present and future properties of the Company and based on the clarification thereof issued by Ministry of Corporate Affairs vide General Circular no. 04/2014 dated March 25, 2014, the resolution(s) passed under section 293 of the Companies Act, 1956 prior to 12th September, 2013 with reference to borrowings and/or creation of security on assets of the Company will be regarded as sufficient compliance of the requirements of section 180 of Companies Act, 2013, for a period of 1 year from the date of notification of Section 180 of the Companies Act, 2013. It is, therefore, necessary for the members to pass a Special Resolution under Section 180(1)(c) and Section 180 (1)(a) and other applicable provisions of the Companies Act, 2013, as set out at Item No. 6 & 7 of the Notice.

The Board recommends these resolution for approval by the members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 6 and 7.

Brief Profile of Director to be Re-appointed:

Mr. R.C. Khandelwal, aged 64 years is a Mechanical Engineer having more than 42 years of industrial experience. During his tenure he has served as key executive in different institutions / companies. He takes care of manufacturing and human resource function and also decides on key technical aspects of operations of the Company. He has been associated with the Company as a promoter Director since 1994. Mr. R.C. Khandelwal holds directorships of the Board of Directors in Kochar Agro Industries Private Limited and G S Buildtech Private Limited. He does not hold any membership of committees of the Board of Directors of any other companies in India.

For and on behalf of the Board of Directors

Date : 11.07.2015
Place : New Delhi

Rupali Aggarwal
Company Secretary
PAN : ASLPA9829J



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PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

21st Annual General Meeting - 24th August, 2015

Name of the member(s) :	
Registered address :	
Email Id :	
Folio No/ DP ID-Client ID No.:	

I/We, being the member(s) of..... Shares of the above named Company, hereby appoint

- Name : E-mail Id.....
Address : Signature....., or failing him / her
- Name : E-mail Id.....
Address : Signature....., or failing him / her
- Name : E-mail Id.....
Address : Signature.....

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 21st Annual General Meeting of the Company, to be held on Monday, 24th August, 2015 at Robotics Hall, ISKCON Complex, Sant Nagar Main Road, East of Kailash, New Delhi-110 065 at 10.30 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Subject matter of the Resolution	Optional*		
		For	Against	Abstain
Ordinary Business				
1	To receive, consider and adopt the audited Balance Sheet as at 31st March, 2015, and the Profit and Loss Account for the Year ended on that date, and the report of the Directors and Auditors thereon.			
2	To re-appoint Mr. R.C. Khandelwal (DIN: 00124085) who retires by rotation at this meeting and being eligible, offers himself for re-appointment.			
3	To declare a dividend on equity shares.			
4	Appointment of Auditors and fix their remuneration			
Special Business				
5	Ratification of Remuneration of Cost Auditor.			
6	Creation of charges on the assets of the Company:			
7	To enhance and approve borrowing limits of the Company			

Signed this.....day of.....2015.

Signature of shareholder.....

Signature of Proxy holder(s).....

Affix
Re. 1
Revenue
Stamp

*It is optional to indicate your preference. If you leave the "For", "Against" and "Abstain" column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Notes:

- This form of proxy in order to be effective should be duly stamped, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
- For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 21st Annual General Meeting.



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ATTENDANCE SLIP

21st Annual General Meeting - 24th August, 2015

Name and Address of the Shareholder	
Name of Proxy, If any	
Registered Folio/ DP ID & Client ID	
No. of Shares held	

I hereby record my presence at the 21st Annual General Meeting of the Company being held on Monday, 24th August, 2015 at 10.30 a.m. at Robotics Hall, ISKCON Complex, Sant Nagar Main Road, East of Kailash, New Delhi-110 065

Signature of the Shareholder /Proxy Present

Note : Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.

ELECTRONIC VOTING PARTICULARS

Electronic Voting Sequence No. (EVSN)	User ID	Sequence Number/PAN

Note: Please read the instructions printed under the Note No. 20 to the Notice dated July 11, 2015 of the Twenty First Annual General Meeting. The voting period starts from 9:00 a.m. (IST) on Thursday, August 20, 2015 and ends at 05:00 p.m. (IST) on Sunday, August 23, 2015. The voting module shall be disabled by CDSL for voting thereafter



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BALLOT PAPER

S. No.	Particulars	Details
1	Name of the First Named Shareholder (In block letters)	
2	Postal Address	
3	Registered Folio No/ *DP ID-Client ID No. (* Applicable to investors holding shares in dematerialized form)	
4	Class of Share	

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S. No.	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1	To receive, consider and adopt the audited Balance Sheet as at 31st March, 2015, and the Profit and Loss Account for the Year ended on that date, and the report of the Directors and Auditors thereon.			
2	To re-appoint Mr. R.C. Khandelwal (DIN: 00124085) who retires by rotation at this meeting and being eligible, offers himself for re-appointment.			
3	To declare a dividend on equity shares.			
4	Appointment of Auditors and fix their remuneration			
5	Ratification of Remuneration of Cost Auditor.			
6	Creation of charges on the assets of the Company:			
7	To enhance and approve borrowing limits of the Company			

Place:

Date:

(Signature of the shareholder)