



METAL COATINGS (INDIA) LTD.

Works II : 113, HSIIDC Indl. Estate, Sector-59, Faridabad-121 004
Phone : 09999972371, Fax : 0129-2307422



Date: 18th August, 2022

To,

The Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai- 400 001

Dear Sir/Madam,

Sub.: Scrutinizer's Report of the 28th Annual General Meeting of the Members of the Company held on 17th day of August, 2022 under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 at 12:30 P.M, through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Ref.: Scrip Code – 531810; Scrip Id - METALCO

With reference to above captioned subject, please find enclosed report issued by Scrutinizer for remote E-voting/ E-voting process conducted during the 28th Annual General Meeting of the Company held on 17th August, 2022, at 12:30 P.M, through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

This is for your information and record.

Thanking you.

Yours faithfully,

For Metal Coatings (India) Limited

A. Singh

Aditi Singh
Company Secretary & Compliance Officer



Encl.: as above

Metal Coatings (India) Limited

Resolution Required : (Ordinary)

1 - To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31st March, 2022 and the reports of the Board of Directors and Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

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
Promoter and Promoter Group	E-Voting	5146589	5061389	98.3445	5061389	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5061389	98.3445	5061389	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2180211	11888	0.5453	11355	533	95.5165	4.4835
	Poll		20	0.0009	20	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11908	0.5462	11375	533	95.5240	4.4760
Total		7326800	5073297	69.2430	5072764	533	99.9895	0.0105



Metal Coatings (India) Limited

Resolution Required : (Ordinary)		2 - To appoint a Director in place of Mr. Ramesh Chander Khandelwal (DIN: 00124085), who retires by rotation at this AGM and being eligible, offers himself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?											
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100		No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100		% of Votes against on votes polled [7]=([5]/[2])*100	
Promoter and Promoter Group	E-Voting	5146589	5061389	98.3445	5061389	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		5061389	98.3445	5061389	0	100.0000	0.0000			
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	E-Voting	2180211	11888	0.5453	11355	533	95.5165	4.4835			
	Poll		20	0.0009	20	0	100.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		11908	0.5462	11375	533	95.5240	4.4760			
Total		7326800	5073297	69.2430	5072764	533	99.9895	0.0105			



Metal Coatings (India) Limited

Resolution Required : (Special)		3 - To appoint Mr. Sachin Khurana (DIN: 06435657) as Non - Executive Independent Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	
Promoter and Promoter Group	E-Voting	5146589	5061389	98.3445	5061389	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		5061389	98.3445	5061389	0	100.0000	0.0000	
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	
Public Non Institutions	E-Voting	2180211	11888	0.5453	11355	533	95.5165	4.4835	
	Poll		20	0.0009	20	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		11908	0.5462	11375	533	95.5240	4.4760	
Total		7326800	5073297	69.2430	5072764	533	99.9895	0.0105	



Metal Coatings (India) Limited

Resolution Required : (Ordinary)

4 - To approve material related party transactions with M/s Khandelwal Busar Industries Private Limited.

Whether promoter/ promoter group are interested in the agenda/resolution?

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
			[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
Promoter and Promoter Group	E-Voting	5146589	5061389	98.3445	5061389	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5061389	98.3445	5061389	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2180211	11888	0.5453	11355	533	95.5165	4.4835
	Poll		20	0.0009	20	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11908	0.5462	11375	533	95.5240	4.4760
Total		7326800	5073297	69.2430	5072764	533	99.9895	0.0105



Metal Coatings (India) Limited

Resolution Required : (Ordinary)

5 - To ratify the remuneration of Cost Auditors of the Company for the Financial Year 2022-23.

Whether promoter/ promoter group are interested in the agenda/resolution?

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
Promoter and Promoter Group	E-Voting	5146589	5061389	98.3445	5061389	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5061389	98.3445	5061389	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2180211	11888	0.5453	11355	533	95.5165	4.4835
	Poll		20	0.0009	20	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11908	0.5462	11375	533	95.5240	4.4760
Total		7326800	5073297	69.2430	5072764	533	99.9895	0.0105



Anshul Jain & Associates

Company Secretaries

SCRUTINIZER'S REPORT

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

Consolidated Scrutinizer's Report on Remote E-voting & E-voting facility provided at the 28th Annual General Meeting of the Members of Metal Coatings (India) Limited held on Wednesday, 17th Day of August, 2022 by means of Video Conferencing (VC) / Other Audio-Visual Means (OAVM) at 12.30P.M. IST

To,
The Chairman
METAL COATINGS (INDIA) LIMITED
912, Hemkunt Chambers,
89, Nehru Place, New Delhi-110019

Sub: Passing of Resolution(s) through Remote E-Voting and E-voting facility provided at the 28th Annual General Meeting (the "AGM") pursuant to the Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, circular No. 14/2020 dated April 08, 2020, circular No. 17/2020 dated April 13, 2020, circular No. 20/2020 dated May 05, 2020, circular No. 02/2021 dated January 13, 2021, General Circular No. 2/2022 dated May 05, 2022, issued by the Ministry of Corporate Affairs and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively issued by Securities and Exchange Board of India ("SEBI") collectively referred to as "SEBI Circulars."

I, Anshul Jain, Company Secretary in Practice, Proprietor of M/s Anshul Jain & Associates, bearing FCS No. 11768 and CP No. 16118, having Registered Office situated at 97, First Floor, Vivekanandpuri, Delhi - 110007 have been appointed by the Board of Directors of Metal Coatings (India) Limited ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting during the period from 13th August, 2022 (9:00 a.m. IST) to 16th August, 2022 (5:00 p.m. IST) and e-voting process conducted during the 28th Annual General Meeting of the Company held through Video Conferencing and Other Audio-Visual Means ("VC/OAVM") in

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Contact: +91-8882136629, Email: csanshuljain24@gmail.com



a fair and transparent manner and ascertaining the requisite majority on voting through e-voting system and remote e-voting carried out pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "said rule") as amended from time to time and as per the MCA, General Circular No. 14/2020 dated April 08, 2020, circular No. 17/2020 dated April 13, 2020, circular No. 20/2020 dated May 05, 2020, circular No. 02/2021 dated January 13, 2021, General Circular No. 2/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively issued by Securities and Exchange Board of India ("SEBI") collectively referred to as "SEBI Circulars".

I hereby submit my report as under:

1. The Notice of the AGM along with the Annual Report for FY 2021-22 was sent only in electronic mode by the Company to Members whose e-mail address were registered with the Company's Registrar & Share Transfer Agent /Depository Participant(s).
2. The Company had also advertised in the newspapers, asking those members who have not registered their email id to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM. The Notice calling the 28th AGM has been uploaded on the website of the Company at <http://www.mcil.net/>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited (BSE) at <https://www.bseindia.com> and on the website of Link Intime India Private Limited (agency for providing the Remote Voting facility) i.e. on <https://instavote.linkintime.co.in>.
3. As the AGM was held pursuant to the Applicable Circulars through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above-mentioned Applicable Circulars, the facility for appointment of proxies by the Members was also dispensed with.
4. The Company had appointed Link Intime India Private Limited (Registrar and Share Transfer Agent) as the Service provider, for the purpose of



extending the facility of Remote E-Voting to the Members of the Company and for voting electronically at the AGM.

5. The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the AGM of the Company, which was held on 17th Day of August, 2022.
6. The Service Provider had set up electronic voting facility on their website <https://instavote.linkintime.co.in>. The Company had uploaded all the items of the business to be transacted at the AGM on its website and also on the website of Service Provider and also on the website of Stock Exchange Viz. BSE limited at <https://www.bseindia.com> to facilitate their Members to cast their vote through Remote E-Voting as well as at the AGM.
7. The cut-off date for the dispatch of the Notice of the AGM was 15th July, 2022 and as on that date, there were 1550 shareholders of the Company.
8. The Company completed the dispatch of the notices by email to the members by 25th July, 2022.
9. The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Wednesday, August 10th, 2022 and as on that date, there were 1565 Shareholders of the Company.
10. As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for four days from Saturday, August 13, 2022 at 9.00 A.M. (IST) to Tuesday, August 16, 2022 at 5:00 P.M. (IST).
11. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made there under and SEBI Listing Regulations. My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by Link Intime India Private Limited, E-Voting service provider.



12. At the end of the voting period on Tuesday, 16th August, 2022 at 5:00 P.M., the voting portal of the service provider was disabled thereafter.

13. On 17th Day of August, 2022, after tabulating the votes cast electronically through the system provided by Link Intime, the votes cast through remote e-voting facility was duly unblocked by me as scrutinizer in the presence of Mr. Ankit Alagh and Mrs. Sneh Jain who acted as witnesses and were not in the employment of the Company, as prescribed in Sub rule 3(xi) of the said Rule 20. After unblocking the votes cast, the total votes cast through remote e-voting at the AGM, were consolidated and the final Scrutinizer's Report was prepared.

Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting and voting carried out at the AGM by the Members, the details of which are as follows:

1) Item No. 1 of the Notice [As an Ordinary Resolution]:

To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31st March, 2022 and the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting by Shareholders through VC/OAVM	5	20	100
Remote E-Voting	73	5072744	99.99

(ii) Voted against of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting by Shareholders through VC/OAVM	-	-	-
Remote E-Voting	10	533	0.01



(iii) Invalid Votes:

Voting Description	Number of members whose votes were cast by them declared invalid	Number of invalid votes cast by them
E-Voting by Shareholders through VC/OAVM	NIL	NIL
Remote E-Voting	NIL	NIL

Based on the above, the Resolution has been passed with requisite majority.

2) Item No. 2 of the Notice (As an Ordinary Resolution):

To appoint a Director in place of Mr. Ramesh Chander Khandelwal (DIN: 00124085), who retires from the office by rotation at this AGM and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted (includes invalid)	Number of valid votes cast by them (includes invalid)	% of total number of valid votes cast
E-Voting by Shareholders through VC/OAVM	5	20	100
Remote E-Voting	73	5072744	99.99

(ii) Voted against of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting by Shareholders through VC/OAVM	-	-	-
Remote E-Voting	10	533	0.01



(iii) Invalid Votes:

Voting Description	Number of members whose votes were cast by them declared invalid	Number of invalid votes cast by them
E-Voting by Shareholders through VC/OAVM	NIL	NIL
Remote E-Voting	5	1738859

Based on the above, the Resolution has been passed with requisite majority

3) Item No. 3 of the Notice (As a Special Resolution):

To appoint Mr. Sachin Khurana (DIN: 06435657) as Non-Executive Independent Director of the Company.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting by Shareholders through VC/OAVM	5	20	100
Remote E-Voting	73	5072744	99.99

(ii) Voted against of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting by Shareholders through VC/OAVM	-	-	-
Remote E-Voting	10	533	0.01



(iii) **Invalid Votes:**

Voting Description	Number of members whose votes were cast by them declared invalid	Number of invalid votes cast by them
E-Voting by Shareholders through VC/OAVM	NIL	NIL
Remote E-Voting	NIL	NIL

Based on the above, the Resolution has been passed with requisite majority

4) **Item No.4 of the Notice (As an Ordinary Resolution):**

To approve material related party transactions with M/s Khandelwal Busar Industries Private Limited.

(i) **Voted in favour of the resolution:**

Voting Description	Number of members voted (includes invalid)	Number of valid votes cast by them (includes invalid)	% of total number of valid votes cast
E-Voting by Shareholders through VC/OAVM	5	20	100
Remote E-Voting	73	5072744	99.99

(ii) **Voted against of the resolution:**

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting by Shareholders through VC/OAVM	-	-	-
Remote E-Voting	10	533	0.01



(iii) Invalid Votes:

Voting Description	Number of members whose votes were cast by them declared invalid	Number of invalid votes cast by them
E-Voting by Shareholders through VC/OAVM	NIL	NIL
Remote E-Voting	8	3315890

Based on the above, the Resolution has been passed with requisite majority

5) Item No. 5 of the Notice (As an Ordinary Resolution)

To ratify the remuneration of Cost Auditors for the financial year ending 31st March, 2023.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting by Shareholders through VC/OAVM	5	20	100
Remote E-Voting	73	5072744	99.99

(ii) Voted against of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting by Shareholders through VC/OAVM	-	-	-
Remote E-Voting	10	533	0.01



iii) **Invalid Votes:**

Voting Description	Number of members whose votes were cast by them declared invalid	Number of invalid votes cast by them
E-Voting by Shareholders through VC/OAVM	NIL	NIL
Remote E-Voting	NIL	NIL

Based on the above, the Resolution has been passed with requisite majority

All the relevant records of remote e-voting and e-voting during the AGM will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 28th AGM and the same shall be handed over thereafter to the Chairman or the Company Secretary for safekeeping.

Place: New Delhi

Date: August 18, 2022

For Anshul Jain & Associates

Company Secretaries



Anshul Jain

Proprietor

Membership No. F11768

C.P. No. 16118

FRN: S2016DE374700

UDIN: F011768D000810687

PRU No: 856/2020

The following were the witnesses to the unblocking of the votes cast through remote E-voting.

1. Mr. Ankit Alaug

Ankit

2. Mrs. Sneh Jain

Sneh Jain

Based on the Scrutinizer's Report dated 18.08.2022, I declare that the resolutions No. 1 to 5 proposed at the 28th Annual General Meeting are passed with requisite majority.

For Metal Coatings (India) Limited

Ramesh Chander Khandelwal
DIN- 00124085
Chairman and Whole-time Director

Place: New Delhi
Date: August 18, 2022