



# METAL COATINGS (INDIA) LTD.

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



Date: 17<sup>th</sup> September, 2021

To,  
**The Department of Corporate Services**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
25<sup>th</sup> Floor, Dalal Street  
Mumbai- 400 001

Dear Sir/Madam,

**Sub.: Scrutinizer's Report of the 27<sup>th</sup> Annual General Meeting of the Members of the Company held on 16<sup>th</sup> day of September, 2021 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**

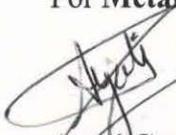
With reference to above captioned subject, please find enclosed report issued by Scrutinizer for remote E-voting/ E-voting process conducted during the 27<sup>th</sup> Annual General Meeting of the Company held on 16<sup>th</sup> September 2021, at 12:30 P.M, through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

This is for your information and record.

Thanking you.

Yours faithfully,

For **Metal Coatings (India) Limited**

  
**Ayati Gupta**  
**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, 2021 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	4776497	4691297	98.2163	4691297	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
	<b>Total</b>		<b>4691297</b>	<b>98.2163</b>	<b>4691297</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2550303	474859	18.6197	474228	631	99.8671	0.1329
	Poll		8	0.0003	8	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>474867</b>	<b>18.6200</b>	<b>474236</b>	<b>631</b>	<b>99.8671</b>	<b>0.1329</b>
<b>Total</b>		<b>7326800</b>	<b>5166164</b>	<b>70.5105</b>	<b>5165533</b>	<b>631</b>	<b>99.9878</b>	<b>0.0122</b>



Resolution Required : (Ordinary)			2 - To appoint a Director in place of Mr. Pramod Khandelwal (DIN: 00124082), 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?			Yes					
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	4776497	3318457	69.4747	3318457	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
	<b>Total</b>		<b>3318457</b>	<b>69.4747</b>	<b>3318457</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2550303	474859	18.6197	474228	631	99.8671	0.1329
	Poll		8	0.0003	8	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>474867</b>	<b>18.6200</b>	<b>474236</b>	<b>631</b>	<b>99.8671</b>	<b>0.1329</b>
<b>Total</b>		<b>7326800</b>	<b>3793324</b>	<b>51.7733</b>	<b>3792693</b>	<b>631</b>	<b>99.9834</b>	<b>0.0166</b>



Resolution Required : (Ordinary)		3 - To appoint Statutory Auditors and to determine their remuneration.						
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	4776497	4691297	98.2163	4691297	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
	<b>Total</b>		<b>4691297</b>	<b>98.2163</b>	<b>4691297</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2550303	474859	18.6197	474228	631	99.8671	0.1329
	Poll		8	0.0003	8	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>474867</b>	<b>18.6200</b>	<b>474236</b>	<b>631</b>	<b>99.8671</b>	<b>0.1329</b>
<b>Total</b>		<b>7326800</b>	<b>5166164</b>	<b>70.5105</b>	<b>5165533</b>	<b>631</b>	<b>99.9878</b>	<b>0.0122</b>



Resolution Required : (Special)			4 - To re-appoint Mr. Ramesh Chander Khandelwal (DIN: 00124085) as Whole-time Director and fix his remuneration.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	4776497	3118339	65.2851	3118339	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
	<b>Total</b>		<b>3118339</b>	<b>65.2851</b>	<b>3118339</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2550303	474859	18.6197	474228	631	99.8671	0.1329
	Poll		8	0.0003	8	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>474867</b>	<b>18.6200</b>	<b>474236</b>	<b>631</b>	<b>99.8671</b>	<b>0.1329</b>
<b>Total</b>		<b>7326800</b>	<b>3593206</b>	<b>49.0420</b>	<b>3592575</b>	<b>631</b>	<b>99.9824</b>	<b>0.0176</b>



Resolution Required : (Special)			5 - To re-appoint Mr. Pramod Khandelwal (DIN: 00124082) as Managing Director and fix his remuneration.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	4776497	3318457	69.4747	3318457	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
	<b>Total</b>		<b>3318457</b>	<b>69.4747</b>	<b>3318457</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2550303	474859	18.6197	474228	631	99.8671	0.1329
	Poll		8	0.0003	8	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>474867</b>	<b>18.6200</b>	<b>474236</b>	<b>631</b>	<b>99.8671</b>	<b>0.1329</b>
<b>Total</b>		<b>7326800</b>	<b>3793324</b>	<b>51.7733</b>	<b>3792693</b>	<b>631</b>	<b>99.9834</b>	<b>0.0166</b>



Resolution Required : (Ordinary)			6 - To appoint Ms. Rupali Aggarwal (DIN: 08740470) 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	4776497	4691297	98.2163	4691297	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
	<b>Total</b>		<b>4691297</b>	<b>98.2163</b>	<b>4691297</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2550303	474859	18.6197	474228	631	99.8671	0.1329
	Poll		8	0.0003	8	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>474867</b>	<b>18.6200</b>	<b>474236</b>	<b>631</b>	<b>99.8671</b>	<b>0.1329</b>
<b>Total</b>		<b>7326800</b>	<b>5166164</b>	<b>70.5105</b>	<b>5165533</b>	<b>631</b>	<b>99.9878</b>	<b>0.0122</b>

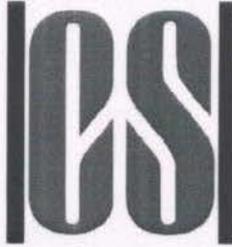


Resolution Required : (Ordinary)			7 - To approve material related party transactions with M/s Khandelwal Busar Industries Private Limited.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes 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	4776497	4691297	98.2163	4691297	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
	<b>Total</b>		<b>4691297</b>	<b>98.2163</b>	<b>4691297</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2550303	474859	18.6197	474228	631	99.8671	0.1329
	Poll		8	0.0003	8	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>474867</b>	<b>18.6200</b>	<b>474236</b>	<b>631</b>	<b>99.8671</b>	<b>0.1329</b>
<b>Total</b>		<b>7326800</b>	<b>5166164</b>	<b>70.5105</b>	<b>5165533</b>	<b>631</b>	<b>99.9878</b>	<b>0.0122</b>



Resolution Required : (Ordinary)			8 - To ratify the remuneration of Cost Auditors of the Company for the Financial Year 2021-22.					
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	4776497	4691297	98.2163	4691297	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
	<b>Total</b>		<b>4691297</b>	<b>98.2163</b>	<b>4691297</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2550303	474859	18.6197	474228	631	99.8671	0.1329
	Poll		8	0.0003	8	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>474867</b>	<b>18.6200</b>	<b>474236</b>	<b>631</b>	<b>99.8671</b>	<b>0.1329</b>
<b>Total</b>		<b>7326800</b>	<b>5166164</b>	<b>70.5105</b>	<b>5165533</b>	<b>631</b>	<b>99.9878</b>	<b>0.0122</b>





**A ABHINAV & ASSOCIATES**

**COMPANY SECRETARY**

Email id: csabhinavagarwal101@gmail.com

Corporate Office: 1662/L.G.F., Sector-46,  
Gurugram, Haryana - 122003

### 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 27<sup>th</sup> Annual General Meeting of the Members of Metal Coatings (India) Limited held on Thursday, 16<sup>th</sup> Day of September, 2021 by means of Video Conferencing (VC) / Other Audio-Visual Means (OAVM) at 12.30 P.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 27<sup>th</sup> 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 issued by the Ministry of Corporate Affairs and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79 and SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 respectively issued by Securities and Exchange Board of India ("SEBI") collectively referred to as "Applicable Circulars".

Dear Sir,

I, Abhinav Agarwal, a Company Secretary in Practice, the Proprietor of M/s A Abhinav & Associates bearing Membership No. 46266 and COP No. 17590, having Registered Office situated at 1662, L.G.F, Sector-46, Gurugram, Haryana, 122003 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 12<sup>th</sup> September, 2021 (9:00 a.m. IST) to 15<sup>th</sup> September, 2021 (5:00 p.m. IST) and e-voting process conducted during the 27<sup>th</sup> Annual General Meeting of the Company held through Video Conferencing and Other Audio-Visual Means ("VC/OAVM") in 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 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 and SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 respectively issued by Securities and Exchange Board of India ("SEBI") collectively referred to as "Applicable Circulars".

**I hereby submit my report as under:**

1. The Notice of the AGM along with the Annual Report for FY 2020-21 have been sent through email on 19<sup>th</sup> August, 2021 only in electronic mode by the Company to Members whose e-mail IDs 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 27<sup>th</sup> AGM has been uploaded on the website of the Company at [www.mcil.net](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 **16<sup>th</sup> Day of September, 2021.**



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 13<sup>th</sup> August, 2021 and as on that date, there were 1330 shareholders of the Company.
8. The Company completed the dispatch of the notices by email to the members by 19<sup>th</sup> August, 2021.
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 Thursday, **September 09, 2021** and as on that date, there were **1383** Shareholders of the Company.
10. As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for 4 days from Sunday, **September 12, 2021** at 9.00 A.M. to Wednesday, **September 15, 2021** at 5:00 P.M.
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, the Registrar and Share Transfer Agent of the Company.
12. At the end of the voting period on Wednesday, **September 15, 2021** at 5:00 P.M., the voting portal of the service provider was blocked forthwith.
13. On 16<sup>th</sup> Day of September, 2021, 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. Ashish Deewan and Ms. Neelam Malik 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 carried out at the AGM by the Members, the details of which are as follows:



**ORDINARY BUSINESS****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 31<sup>st</sup> March, 2021 and the reports of the Board of Directors and Auditors thereon.

Voting Description	Numbers of Members voted	Votes in favour of the resolution (Includes Invalid)		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
E-Voting by Shareholders through VC/OAVM	4	8	100%	-	-	-
Remote E-Voting	96	5165525	99.99%	631	0.01%	-

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. Pramod Khandelwal (DIN: 00124082), who retires by rotation at this AGM and being eligible, offers himself for re-appointment.

Voting Description	Numbers of Members voted	Votes in favour of the resolution (Includes Invalid)		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
E-Voting by Shareholders through VC/OAVM	4	8	100%	-	-	-
Remote E-Voting	93	3792685	99.98%	631	0.02%	-

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



**3) Item No. 3 of the Notice (As an Ordinary Resolution):**

To appoint M/s Mehra Goel & Co., Chartered Accountants (Firm's Registration No. 000517N), as Statutory Auditors of the Company.

Voting Description	Numbers of Members voted	Votes in favour of the resolution (Includes Invalid)		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
E-Voting by Shareholders through VC/OAVM	4	8	100%	-	-	-
Remote E-Voting	96	5165525	99.99%	631	0.01%	-

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

**SPECIAL BUSINESS:**

**4) Item No.4 of the Notice (As a Special Resolution):**

To Re-appoint Mr. Ramesh Chander Khandelwal (DIN: 00124085) as Whole-time Director and fix his remuneration.

Voting Description	Numbers of Members voted	Votes in favour of the resolution (Includes Invalid)		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
E-Voting by Shareholders through VC/OAVM	4	8	100%	-	-	-
Remote E-Voting	91	3592567	99.98%	631	0.02%	-

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



**5) Item No. 5 of the Notice (As a Special Resolution)**

To Re-appoint Mr. Pramod Khandelwal (DIN: 00124082) as Managing Director and fix his remuneration.

Voting Description	Numbers of Members voted	Votes in favour of the resolution (Includes Invalid)		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
E-Voting by Shareholders through VC/OAVM	4	8	100%	-	-	-
Remote E-Voting	93	3792685	99.98%	631	0.02%	-

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

**6) Item No. 6 of the Notice (As an Ordinary Resolution)**

To appoint Ms. Rupali Aggarwal (DIN: 08740470) as Non- Executive Independent Director of the Company.

Voting Description	Numbers of Members voted	Votes in favour of the resolution (Includes Invalid)		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
E-Voting by Shareholders through VC/OAVM	4	8	100%	-	-	-
Remote E-Voting	96	5165525	99.99%	631	0.01%	-

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



**7) Item No. 7 of the Notice (As an Ordinary Resolution)**

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

Voting Description	Numbers of Members voted	Votes in favour of the resolution (Includes Invalid)		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
E-Voting by Shareholders through VC/OAVM	4	8	100%	-	-	-
Remote E-Voting	96	5165525	99.99%	631	0.01%	2945798

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

**8) Item No. 8 of the Notice (As an Ordinary Resolution)**

To ratify the remuneration of Cost Auditors for the financial year 2021-22.

Voting Description	Numbers of Members voted	Votes in favour of the resolution (Includes Invalid)		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
E-Voting by Shareholders through VC/OAVM	4	8	100%	-	-	-
Remote E-Voting	96	5165525	99.99%	631	0.01%	-

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 27<sup>th</sup> AGM and the same shall be handed over thereafter to the Chairman or the Company Secretary for safekeeping.

Thanking you,  
Yours faithfully

For A Abhinav & Associates  
(Company Secretaries)



CS Abhinav Agarwal  
ACS No.: 46266 C.P. No.: 17590

Place: Gurugram  
Date: 17/09/2021  
UDIN: A046266C000959321

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

1. Abhinav  
15/11, Sector-46  
Gurgaon, 122003  
17/09/21

2. Neelam  
132P, Sector-46,  
Gurgaon-122003  
17/09/21

Based on the Scrutinizer's Report dated 17/09/2021, I declare that the resolutions No. 1 to 8 proposed at the 27<sup>th</sup> Annual General Meeting are passed with requisite majority.

For Metal Coatings (India) Limited

RAMESH  
CHANDER  
KHANDELWAL

Digitally signed by RAMESH CHANDER KHANDELWAL  
DN: cn=RAMESH CHANDER KHANDELWAL,  
2.5.4.201642108042208674060001154881646270d  
71072ad0a070e046\_pona00121000, cn=RAMESH CHANDER  
KHANDELWAL, o=METAL COATINGS (INDIA) LIMITED,  
271140211002154450a11544e45, cn=RAMESH CHANDER  
KHANDELWAL  
Date: 2021.09.17 18:44:26 +05'30'

Ramesh Chander Khandelwal  
Chairman

Date: 17/09/2021  
Place: Faridabad