



RR METALMAKERS INDIA LIMITED

Date: **September 28, 2024**

To,
The Manager,
Department of Corporate Services (DCS-Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai - 400 001

Dear Sir/Madam,

Ref No: - Company Code: BSE - 531667

Sub: Intimation regarding proceedings of the 29th Annual General Meeting

In terms of Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we have to inform you that the 29th Annual General Meeting ('AGM') of the Members of the Company was held on Saturday, September 28, 2024 at 01:00 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in accordance with the circulars issued by the Ministry of Corporate Affairs vide MCA Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020 read with other subsequent circulars, the latest being General Circular No. 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with other subsequent circulars, the latest being, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023. (collectively referred to as "SEBI Circular") and concluded at 01:32 p.m. Thereafter, voting window was opened for fifteen (15) minutes for e-voting (Poll) at AGM. The AGM is deemed to be held at the Registered Office of the Company.

All the Directors, except, Mr. Samir Patil (DIN: 09655195), Independent Director, were present at the 29th Annual General Meeting (AGM). Further, Mr. Vikas Khiyani, Interim Resolution Professional, was also attended the meeting.

Mr. Hemanshu Kapadia, Proprietor of M/s. Hemanshu Kapadia & Associates, Secretarial Auditors, and Mr. Madhukar Chavan, Partner of M/s. M. A. Chavan & Co., Statutory Auditors were also present at the 29th AGM.

GSTIN No.: 27AACCS1022K1ZL CIN No.: L51901MH1995PLC331822

Registered Office : B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai - 400 037, Maharashtra.

Corporate Office : 2nd Floor, Sugar House, 93/95, Kazi Sayed Street, Mumbai - 400 003.

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As per the Articles of the Company, the Chairman of the Board shall be entitled to take the Chair at every General Meeting. However, since the Company is under Corporate Insolvency Resolution Process ("CIRP"), Mr. Vikas Khiyani, the Interim Resolution Professional, presided over the meeting. The requisite quorum being present, he declared the meeting in order. Since notice of the 29th AGM, read with the Corrigendum notice dated September 25, 2024, was circulated in advance, the same was taken as read.

The Members were informed about the relevant provisions of the Companies Act, 2013, the Rules made thereunder, provisions of the Listing Regulations and the procedure of the AGM. They were also informed that as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions of the Companies Act, 2013 and Regulation 44 of the Listing Regulations, the Company had provided to its Members the facility to cast their votes by electronic means on the resolutions as stated in the notice to the 29th AGM and e-voting was kept open from Wednesday, September 25, 2024 (09:00 a.m. IST) to Friday, September 27, 2024 (05:00 p.m. IST).

The Chairman had confirmed that the compliance of the Act, the Rules made there under, Secretarial Standards issued there under, Listing Regulations, MCA Circulars and SEBI Circulars with respect to calling, convening and conducting the meeting, to the extent applicable, has been complied with. He confirmed that all efforts feasible under the circumstances had indeed been made by the Company to enable Members to participate and vote on the items being considered at the AGM.

All the Statutory Registers, relevant documents, Auditors' Report, Secretarial Audit Report, etc. as prescribed under the Companies Act, 2013 were available for inspection by the Members through electronic mode.

The Chairman then briefed the Members about the progress of the Company.

The Members were explained about the Resolutions before they were put to vote at the Meeting. The Members were also explained the reason for not transacting the agenda item nos. 2 to 6 mentioned in the notice of 29th AGM, as informed through Corrigendum Notice dated September 25, 2024 to the notice of 29th AGM.

The Auditors' Report and annexure to the Auditors' Report are self-explanatory and does not contain any qualifications, reservations, adverse remarks or disclaimers therefore, no explanations need to be provided for in this report. However, the Auditors in its report have drawn attention to "Emphasis of Matters", the same was read alongwith the Management reply given in the Board's Report.

The Secretarial Audit Report contained observations hence, the observations given in the Secretarial Audit Report was read alongwith Management reply to the said observations given in the Board's Report.

The Members were informed that the Company has provided the facility to the shareholders to send their questions, if any, in advance on designated email id. However, the Company had not received questions from Shareholder on designated email id on or before due date.

Since voting by show of hands was not permissible as per the Companies Act, 2013 and MCA Circulars, at the AGM the Chairman ordered for a poll for the voting on the resolutions given at agenda no. 1 and 7 and voting for the poll was conducted by electronic means. As per the Companies Act, 2013 and Rules made thereunder, Members who had already voted through Remote E-voting, did not vote on Poll at the AGM.

Mr. Vipin Mehta, Practicing Company Secretary (C. P. No. 9869 and Membership No: F8587), Partner of M/s. VPP & Associates, was appointed as a Scrutinizer to scrutinize the Remote E-voting process in a fair and transparent manner. Further, he was also appointed by the Chairman of the meeting as the Scrutinizer to conduct the Poll process at the 29th AGM in a fair and transparent manner.

The Chairman declared that the result of e-voting shall be disseminated to the Stock Exchange and also uploaded on the website of the Company, within two working days of the conclusion of the Meeting.

The Scrutinizer has issued combined Scrutinizer's Report on the Remote E-voting and on the Electronic Poll taken at the AGM on all the resolutions contained in the notice of the 29th AGM of the Company. Report of Scrutinizer was furnished on September 28, 2024.

Mode of voting for all the resolutions at the 29th AGM: The remote e-voting was conducted between Wednesday, September 25, 2024 (09:00 a.m. IST) to Friday, September 27, 2024 (05:00 p.m. IST) and e-poll was taken at the AGM.

As per the Scrutinizer's Report, the resolutions given at agenda item no. 1 and 7, as set out in the Notice of the 29th AGM, have been approved by the Members of the Company unanimously. The details of the resolutions mentioned in the notice of the 29th AGM are given in the table below:

Resolution No.	Brief description of resolutions (Kindly refer to the AGM notice for complete resolutions)	Outcome of voting
1	Ordinary Resolution: Considered and adopted the Standalone Audited Financial Statement of the Company for the Financial Year ended March 31, 2024 including the Audited Balance Sheet as at March 31, 2024, the Change in Equity, Statement of Profit & Loss and Cash Flow Statement of the Company for the financial year ended on that date and notes related thereto along with the Reports of the Board and Auditors thereon.	Approved unanimously
2	Ordinary Resolution: To Appoint a Director in place of Mr. Alok Virat Shah (DIN: 00764237), who retires by rotation and, being eligible, offered himself for re-appointment.	Stood withdrawn/ Became infructuous
3	Special Resolution: To approve of payment of remuneration to Mr. Navin Madhavji Mehta (DIN: 00764424) as Whole-time Director of the Company and he continue to act as Whole-time Director after the age of 70 years.	Stood withdrawn/ Became infructuous

4	Special Resolution: To consider <i>denovo</i> appointment of Mr. Navin Madhavji Mehta (DIN: 00764424) as Whole-time Director of the Company and approve Remuneration payable to him.	Stood withdrawn/ Became infructuous
5	Special Resolution: To consider <i>denovo</i> appointment of Ms. Reena Virendra Parmar (DIN: 09411621) as Whole-time Director of the Company and approve Remuneration payable to her.	Stood withdrawn/ Became infructuous
6	Ordinary Resolution: To consider appointment of Ms. Leena Nishad Jail (DIN: 10540470) as Non-executive Independent Director of the Company.	Stood withdrawn/ Became infructuous
7	Ordinary Resolution: Considered and approved related party transactions.	Approved unanimously

The resolutions set out at agenda no. 1 and 7 in the Notice calling the 29th Annual General Meeting were passed unanimously and are deemed to be passed on the date of the Annual General Meeting i.e. September 28, 2024.

Aforesaid Voting Results were declared on September 28, 2024 and is being posted on the website of the Company, www.rrmetalmakers.com, along with the Scrutinizer's Report.

Kindly take the above proceedings on your record and oblige.

Thanking You.

Yours faithfully,
For **RR MetalMakers India Limited**,

Harshika Kothari
Company Secretary and Compliance Officer

Place: Mumbai