



September 29, 2021

To  
The General Manager  
Department of Corporate Affairs  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

**Scrip code: 500159**

**Subject:** Submissions regarding the 29<sup>th</sup> Annual General Meeting pursuant to SEBI (LODR) Regulations, 2015


Dear Sirs,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a summary of proceedings of the 29<sup>th</sup> Annual General Meeting of the Company held on September 28, 2021 through video conferencing facility. We are also enclosing a copy of the Scrutinizer's Report issued by Mr. Mehul Raval, Practicing Company Secretary on the remote e-voting conducted from September 25, 2021 to September 27, 2021 and e-voting at the Annual General Meeting held on September 28, 2021.

Thanking you,

Yours sincerely,

For METROGlobal Limited

  
**Nitin S. Shah** 7054  
Company Secretary & Compliance Officer



## Annexure I

### SUMMARY OF PROCEEDINGS OF THE 29<sup>th</sup> ANNUAL GENERAL MEETING OF METROGLOBAL LIMITED HELD ON TUESDAY, SEPTEMBER 28, 2021 AT 11:30 AM

In view of the current extraordinary circumstances due to the massive outbreak of COVID-19 pandemic prevailing in the country requiring social distancing, the 29<sup>th</sup> Annual General Meeting ("AGM/Meeting") of the Members of MetroGlobal Limited ("the Company") was held on Tuesday, September 28, 2021 at 11:30 a.m. (IST) through Video Conference ("VC")/ Other Audio Visual Means ("OAVM"). The Meeting was held in compliance with Circular No: 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 5, 2020, Circular No. 14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India vide ("SEBI Circular") and as per the applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder.

The 29<sup>th</sup> AGM of Members started at 11.30 am on Tuesday, September 28, 2021 with opening remarks by Mr. Gautam M. Jain, Chairman and Managing Director of the Company who chaired the Meeting and started the formal proceedings. The Chairman welcomed the Board of Directors and the Members attending the Meeting. All the Directors of the Company attended the Meeting.

Representatives of M/s. KPSJ & Associates LLP, Chartered Accountants, the Statutory Auditors, Chartered Accountants, and representatives of M/s. Rajni Shah & Associates, Chartered Accountants, the Internal Auditors, Chartered Accountants and Secretarial Auditor viz., Mr. Jignesh A. Shah, Practicing Company Secretary attended the meeting through VC.

As per the records of attendance 72 members attended the meeting. The requisite quorum being present, the Chairman called the meeting to order.

Mr. Nitin S. Shah, Company Secretary and Compliance Officer informed the Members that the Company had enabled the Members to participate in the 29<sup>th</sup> AGM through the VC facility provided by Central Depository Services Limited (CDSL). Thereafter, the Company Secretary informed the members that pursuant to the provisions of the Act and rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting as set out in the Notice of 29<sup>th</sup> AGM. The remote e-voting commenced on Saturday, September 25, 2021 (IST 9.00 a.m.) and continued till Monday, September 27, 2021 (IST 5.00 p.m.).

The members were further informed that the facility for voting through e-voting system e-voting platform of CDSL was made available during the Meeting for those who had not cast their vote prior to the Meeting.

The Chairman addressed the shareholders which included Company's insights in to the past year as well as the way forward.



Since, there were no qualifications, observations or adverse comments on the financial statements having any material bearing on the functioning of the Company, Auditor's Report on financials and the Secretarial Audit Report, were not read at the Meeting. As the meeting was convened through VC, resolutions were already put to vote through remote e-voting and the requirement to propose and second is not applicable.

The Chairman then informed about the facility by the Company to the shareholders for registering as Speakers and/or posting questions through CDSL.

The Chairman then, invited speaker shareholders who had done prior registrations, for asking their queries/ concerns. The queries raised were responded to the satisfaction of the members.

The Company had appointed Mr. Mehul Raval, Practicing Company Secretary, as the Scrutiniser for the purpose of scrutinising the process of remote e-voting and e-voting during the AGM.

The Chairman announced that the results of the voting (both remote e-voting and e-voting at the Meeting) would be declared within the timelines prescribed under law and would be sent to the stock exchange and shall also be placed at the website of the Company, the stock exchange and CDSL.


The Chairman extended his heartiest thanks to the members for their continuous support and association with the Company and requested the Members to continue voting.

The meeting concluded at 12:15 p.m. after being open for 15 minutes for e-voting to be completed.

The Scrutinizer report was received on September 29, 2021 and as set out therein, all the said resolutions were declared passed with the requisite majority.

This is for your information and records.

For METROGlobal Limited

  
**Nitin S. Shah** 7054  
Company Secretary & Compliance Officer





**MEHUL RAVAL**  
**COMPANY SECRETARY**

406, GANESH PLAZA,  
OPP. SWAMINARAYAN AVENUE,  
ANJALI CROSS ROADS,  
AHMEDABAD - 380007.  
Email Id: mehulkraval@gmail.com  
Mobile No.: +91-9725488721

**Combined Scrutinizer's Report on Remote E-voting & E-Voting at the 29<sup>th</sup> Annual General Meeting of METROGLOBAL LIMITED, (CIN: L21010MH1992PLC069527) Registered Office Situated at : 101, 1<sup>st</sup> Floor, "Mangal Disha" , Nr. Guru Gangeshwar Temple, 6<sup>th</sup> Road, Khar (west) Mumbai 400052 held through Video Conferencing/ Other Audio Visual Means on Tuesday, September 28<sup>th</sup>, 2021 at 11.30 A.M.**

To,  
Chairman  
Mr. Gautam M. Jain,  
MetroGlobal Limited,  
1<sup>st</sup> Floor, "Mangal Disha", Nr. Guru Gangeshwar Temple,  
6<sup>th</sup> Road, Khar (west), Mumbai 400052

**Sub: Passing of Resolution(s) through remote e-voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and e-voting done at the Annual General Meeting according to the e-voting system provided by the Company in terms of Circulars issued by the Ministry of Corporate Affairs( For Short "MCA").**

Dear Sir,

The Board of Directors of M/s MetroGlobal Limited has appointed me on August 14<sup>th</sup>, 2021 as the Scrutinizer for the Remote E-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and also to scrutinize the e-voting done by the members of the Company at the Annual General Meeting who participated through video conferencing as permitted by the Ministry of Corporate Affairs (MCA) vide its circular No. 2 dated January 13<sup>th</sup> 2021 read with Circular dated May 5<sup>th</sup>, 2020, circulars dated April 8<sup>th</sup>, 2020 and April 13<sup>th</sup>, 2020 (collectively referred to as "MCA Circulars").

The MCA Circulars provides for relaxation to the companies to hold its Annual General Meeting (for Short "AGM") through VC / OAVM including the manner of voting at the meeting, which was warranted on account of the outbreak of COVID-19 pandemic.

### **Report on Scrutiny:**

- The Company had appointed Central Depository Services Limited (“CDSL”) as the Service Provider for the purpose of extending the facility of Remote E-Voting and E-Voting system to the Members of the Company who participated in the AGM through VC / OAVM.
- CDSL had provided a system for recording the votes of the Members electronically on all the items of the business sought to be transacted at the AGM of the Company, which was held on Tuesday, September 28<sup>th</sup>, 2021. CDSL had set up electronic voting facility (remote e-voting and e-voting at the AGM) on their website, <https://www.evotingindia.com> and <https://www.cdslindia.com> and NSDL to their shareholders on their website <https://www.eservices.nsdl.com> The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also on the Service Provider to facilitate their Members to cast their vote through Remote E-Voting.
- The VC was conducted through the zoom platform as provided by CDSL and the recording of the same was done.
- The Cut-off date for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was September 20<sup>th</sup>, 2021.
- The Remote E-Voting facility was open from Saturday, September 25<sup>th</sup>, 2021 at 9.00 A.M. to Monday, September 27<sup>th</sup>, 2021 at 5:00 P.M.
- At the end of the voting period on September 27<sup>th</sup>, 2021 at 5.00 P.M., the voting platform of the Service Provider was blocked forthwith by the particular agency as per their representation.
- At the AGM of the Company, the facility to vote through electronic mode was provided to facilitate those members attending the meeting through VC / OAVM but could not cast their votes by availing the Remote E-voting facility.
- The Chairman, at the end of the discussion on the resolutions allowed to vote electronically through e-voting system provided on the CDSL platform to all those members who attended the AGM through VC / OAVM but could not cast their votes through remote e-voting facility.
- The votes cast electronically through the e-voting system provided by the Service Provider and the votes cast through Remote E-Voting facility were simultaneously unblocked by me as a Scrutinizer in the presence of Mr. Nitin S. Shah and Mr. Jignesh A. Shah who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014.

- After counting the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the Members through both the mode (remote e-voting and e-voting at the AGM).
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the E-Voting at the AGM done through E-Voting system by the members attended through VC / OAVM, the details of which are as follows:

<b>Details</b>	<b>Remote E-voting</b>	<b>E-voting at the AGM</b>	<b>Total voting</b>
Number of members who casted their votes	114	1	115
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid / Abstained	As mentioned under each of the Resolution(s) mentioned hereunder		

**Note:**

- a) Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting and E-voting at the AGM.
- b) The results of the Remote E-voting on each item of business together with that of the E-voting at the AGM are as under:

**ORDINARY BUSINESS:****I) Item No. 1 of the Notice (As an Ordinary Resolution):**

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon.

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid / Abstain Votes	
	Number of members	Number of Shares	Percentage (%)	Number of members	Number of Shares	Percentage (%)	Number of members	Number of Shares
Remote E-voting	113	10471817	99.98	1	2383	0.02	00	00
E-Voting at the AGM	0	0	00	0	0	00	1	5
<b>TOTAL</b>	113	10471817	99.98	1	2383	0.02	1	5

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

To declare dividend of Rs. 2/- per equity share of Rs. 10/- each (20%) for the financial year ended March 31, 2021.

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid / Abstain Votes	
	Number of members	Number of Shares	Percentage (%)	Number of members	Number of Shares	Percentage (%)	Number of members	Number of Shares
Remote E-voting	113	10471817	99.98	1	2383	0.02	00	
E-Voting at the AGM	0	0	00	0	0	00	1	5
<b>TOTAL</b>	113	10471817	99.98	1	2383	0.02	1	5

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

To appoint a Director in place of Mr. Rahul G. Jain. (DIN:01813781), who retires by rotation and being eligible, offers himself for re-appointment.

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid / Abstain Votes	
	Number of members	Number of Shares	Percentage (%)	Number of members	Number of Shares	Percentage (%)	Number of members	Number of Shares
Remote E-voting	103	1318651	99.82	1	2383	0.18	00	00
E-Voting at the AGM	0	0	00	0	0	00	1	5
<b>TOTAL</b>	103	1318651	99.82	1	2383	0.18	1	5

**SPECIAL BUSINESS:****IV) ITEM NO.4 OF THE NOTICE (AS SPECIAL RESOLUTION):**

TO RE-APPOINT MR. RAHUL G JAIN (DIN: 01813781) AS AN EXECUTIVE DIRECTOR OF THE COMPANY FOR A FURTHER TERM OF FIVE YEARS

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid / Abstain Votes	
	Number of members	Number of Shares	Percentage (%)	Number of members	Number of Shares	Percentage (%)	Number of members	Number of Shares
Remote E-voting	102	1318648	99.82	1	2383	0.18	00	00
E-Voting at the AGM	0	0	00	0	0	00	1	5
<b>TOTAL</b>	102	1318648	99.82	1	2383	0.18	1	5



**V) ITEM NO. 5 OF THE NOTICE (AS SPECIAL RESOLUTION):**

TO RE-APPOINT MR. GAUTAM M. JAIN (DIN: 00160167) AS AN EXECUTIVE CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER TERM OF FIVE YEARS.

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid / Abstain Votes	
	Number of members	Number of Shares	Percentage (%)	Number of members	Number of Shares	Percentage (%)	Number of members	Number of Shares
Remote E-voting	102	1318648	99.82	1	2383	0.18	00	00
E-Voting at the AGM	0	0	00	0	0	00	1	5
<b>TOTAL</b>	102	1318648	99.82	1	2383	0.18	1	5

**Note: -**

1. Interested Parties have abstained from Voting in line with Section 188 of CA-2013 and rules made there under.
2. Mr. Dinesh Gopaldas Bhatia (DPID Client ID. No. 1201750000083651) has casted his vote at 28-09-2021 at 12:59:19. After completion of the meeting time and Hence we have considered his vote(s) as invalid vote(s) for resolution No. 1 to 5.
3. There were 5 Resolutions which were put up before the members for their approval by E-Voting and at a time of AGM. Among all, 3 Resolutions were proposed as Ordinary Resolutions and 2 Resolutions were proposed as Special Resolutions.
4. All resolutions were passed with requisite majority and therefore considered as assented by the members.

All the Resolutions mentioned in the Notice of the AGM as per the details above stand passed under Remote E-voting and E-Voting done by the members of the Company at the Annual General Meeting with the requisite majority and hence deemed to have been passed at the AGM.

I hereby confirm that, I have maintained the electronic voting data downloaded and made available by the Service Provider, in respect of the votes cast through Remote E-Voting and E-Voting done by the members of the Company at the Annual General Meeting. All the relevant records relating to remote e-voting and e-voting at the AGM will remain in my custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over to the Chairman for safe keeping.

Thanking you,

Yours Faithfully,

MEHUL RAVAL  
(Practicing Company Secretary)

MEHUL  
KEDARBH  
AI RAVAL

Digitally signed by MEHUL KEDARBHAI  
RAVAL  
DN: cn=Personal,  
2.5.4.20=2348b876c9c3c719c3e3efc446  
+422a0f0e3a4c38ca970b3a4a33b17a204  
4, postalCode=382445, st=Gujarat,  
serialNumber=2649613ec94d8887c5c366  
715a6c976a22054a210a8895219d15a2f  
ee12f4, c=MEHUL KEDARBHAI RAVAL  
Date: 2021.09.29 14:33:57 +05'30'

Membership No. A28155  
COP: 10500  
UDIN: A028155C001026042  
Date: 29-09-2021

Countersigned by:

For, MetroGlobal Limited  
(CIN: L21010MH1992PLC069527)

JAIN  
GAUTAMKUM  
AR MITHALAL

Digitally signed by JAIN GAUTAMKUMAR  
MITHALAL  
DN: cn=Personal,  
2.5.4.20=f595b905f114195d3af61337091d  
e091127bd5c1e618915c37375c692747b1e  
b, postalCode=380015, st=Gujarat,  
serialNumber=40f7e117f874a9b61e8b7b  
2b1ebca890667c15293e36aa89de7247e22  
028116, c=JAIN GAUTAMKUMAR  
MITHALAL  
Date: 2021.09.29 15:24:22 +05'30'

Mr. Gautamkumar M. Jain, Chairman & Managing Director  
(DIN: 00160167)