



March 15, 2024

To, BSE Limited, Department of Corporate Affairs, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 Maharashtra, India	Scrip Code: 500159 Security ID: METROGLOBL ISIN: INE085D01033
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Subject: Voting Results of Postal Ballot
Reference: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

In continuation to our letter dated February 12, 2024, titled 'Postal Ballot Notice' please find enclosed;

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **(Annexure-A)**
2. Report of Scrutinizer dated March 15, 2024. **(Annexure-B)**
3. Brief profile of Mr. Prashant Kheskani as an Independent Director of the Company as re-appointed for second term of five years w.e.f. April 01, 2024. **(Annexure-C)**

The resolution as proposed in the postal ballot notice has been passed by the shareholders by remote e-voting process with requisite majority.

The voting results along with the scrutinizer's report will also be made available on the Company's website at www.metrogloballimited.com.

This is for your information and records.

Thanking You

For, Metroglobal Limited

Gautam M. Jain
Chairman and Managing Director
DIN: 00160167



Encl: As above

Details of Voting Result pursuant to the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the provisions of Sections 110 and 108, and other applicable provisions of the Companies Act, 2013 (the 'Act') read with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014 (the 'Management Rules'), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs, Government of India ("the MCA Circulars"), Secretarial Standard - 2 on General Meetings (the 'SS-2'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, **Metroglobal Limited** (the 'Company') had provided the facility of Postal Ballot by electronic means and remote electronic voting ('e-Voting') to its members as per register of members as on cut-off date i.e. **Friday, February 09, 2024**. The Postal Ballot and remote e-voting was open from Wednesday, February 14, 2024 at 9:00 a.m. (IST) to Thursday, March 14, 2024 at 5:00 p.m. (IST). The above remote e-voting concluded on Thursday, March 14, 2024 at 5:00 p.m.(IST).

Pursuant to requirements of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Voting Results in the prescribed format along with the Scrutinizer's Report dated **March 15, 2024** issued by Mr. Jignesh Shah, Advocate (Enrollment No. G/4908/2022). Accordingly, the proposed Resolution has been passed by the Members with requisite majority, through postal ballot by remote e-Voting process.

The results are also available on the website of the Company at www.metrogloballimited.com, the website of Central Depository Services (India) Limited (CDSL) (Agency for providing the Remote e-Voting facility) at www.evotingindia.com as well as at Registered Office of the Company.

Particulars	Date of Events
Postal Ballot Notice	Saturday, February 10, 2024
Completion of Dispatch of Postal Ballot Notice to the Shareholders	Monday, February 12, 2024
Newspaper Publication of Completion of dispatch of Notice	Tuesday, February 13, 2024
E-voting Starts on	Wednesday, February 14, 2024 at 9:00 a.m. (IST)
Evoting Ends On	Thursday, March 14, 2024 at 5:00 p.m. (IST)
Total Number of shareholders on cut-off date i.e. February 09, 2024	10,548



Particulars	Date of Events
No. of Shareholders who attended the meeting through Video Conferencing / either in person or through proxy	
Promoters & Promoter Group:-	N.A.
Public:-	N.A.
Mode of Voting:	Remote e-voting

Agenda-wise Disclosure

The result for the remote e-voting together with that e-voting conducted through postal ballot is as under:

SPECIAL BUISNESS:-

Agenda No.:-	Item No. 1 of Postal Ballot Notice dated February 10, 2024
Agenda Description:-	Re-Appointment of Mr. Prashant Kheskani (DIN: 02589654) as Non-Executive Independent Director of the Company for a second term of five years
Resolution Required:-	Special Resolution
Whether Promoters / Promoter Group are interested in the agenda / resolution:-	No



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	9217166	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		9217166	100.0000	9217166	0	100.0000	0.0000
	Total		9217166	9217166	100.0000	9217166	0	100.0000
Public- Institutions	E-Voting	8387	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		8387	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3108822	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		597804	19.2293	594774	3030	99.4931	0.5069
	Total		3108822	597804	19.2293	594774	3030	99.4931
Total		12334375	9814970	79.5741	9811940	3030	99.9691	0.0309
Whether resolution is Pass or Not.							Yes	

Results: As number of votes cast in favour of the resolution were not less than three times the number of votes cast against, we report that special resolution with regard to agenda item no.1 as set out in the Postal Ballot Notice dated February 10, 2024 is passed with requisite majority.





JIGNESH A. SHAH
ADVOCATE

203, SHIVALIK-9,
VASUNDHARA SOCIETY,
GULBAI TEKRA PANCHVATI ROAD,
AHMEDABAD - 380006.
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SCRUTINIZER'S REPORT

[Pursuant to Section 110 and 108 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time]

To,
The Chairman and Managing Director,
Metroglobal Limited,
506-509, "SHILP", Opp. Girish Cold Drinks,
C.G. Road, Navrangpura,
Ahmedabad - 380009, India

Subject: Scrutinizer's Report on "Voting through Postal Ballot by Electronic Means" from Wednesday, February 14, 2024, to Thursday, March 14, 2024, pursuant to the Notice of Postal Ballot issued by Metroglobal Limited (CIN: L21010GJ1992PLC143784) dated February 10, 2024.

I, Jignesh A. Shah, Advocate (Enrollment No. G/4908/2022), having office at 203, Shivalik-9, Vasundhara Society, Gulbai Tekra, Panchvati Road, Ahmedabad-380006, Gujarat, India, have been appointed as a scrutinizer by the board of directors of Metroglobal Limited ("the Company") vide resolution dated February 10, 2024, to carry out the scrutiny of votes, in a fair and transparent manner, cast by the members of the Company **through Postal Ballot conducted by way of electronic means** (hereinafter referred as "remote e-Voting") in respect of resolution as mentioned in this report and as also contained in the Notice of Postal Ballot dated February 10, 2024.

I have conducted the scrutiny of the votes cast by the members of the Company through Postal ballot conducted by way of electronic means, in respect of the resolutions mentioned below in this report pursuant to the provisions of Section 108 and Section 110 of the Companies Act 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, Secretarial Standard on General Meetings (SS-2) issued by the Institute Of Company Secretaries of India in terms of Section 118 of the Companies Act, 2013 and also read with the General Circular Nos. 14/2020





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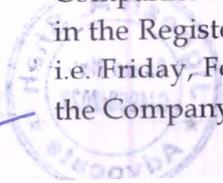
dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs, Government of India ("the MCA Circulars").

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder, MCA Circulars and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 relating to voting through electronic means (by remote e-Voting), the resolutions proposed in the notice of postal ballot dated February 10, 2024 is the responsibility of the management of the company and its KMP and The Compliance with the secretarial standards and Section 110 of Companies Act-2013 and rules made there under to undertake the protocol and compliances for passing the resolution through postal ballot is the responsibility of the management of the Company and its KMP.

The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems. My responsibility as scrutinizer for e-voting process is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" if any, on the resolutions contained in the notice. My report is based on verification of data and reports generated from the electronic voting system provided by Central Depository Services (India) Limited ("CDSL") and based on the documents furnished to me by the Company and / or CDSL for my verification till the time fixed for closing of e-voting process i.e. Thursday, March 14, 2024 at 5:00 p.m. (IST).

: Accordingly, I submit my report hereunder:

1. As per the information and documents provided, the Company has completed, by Monday, February 12, 2024, the dispatch of the Notice of Postal Ballot electronically, along with the Statement pursuant to Section 102 of the Companies Act, 2013, to the members of the Company, whose names appeared in the Register of Members / list of Beneficial Holders as on the cut - off date i.e. Friday, February 09, 2024. Further, I have been informed by the officers of the Company and have personally verified that the relevant Notice of Postal





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Ballot has been placed on the website of the Company & the Intimation to Stock exchange was also found on website of the Company upon verification.

2. The Notice of Postal Ballot dated February 10, 2024, mentioned *inter alia* that the item of business would be transacted by voting through Postal Ballot by Electronic means, the necessary facilities for electronic voting process to be provided by Central Depository Services (India) Limited (here in after referred as "CDSL").
3. I have been shown by the officers of the Company, the advertisement of Notice of Postal Ballot made on Tuesday, February 13, 2024, in newspapers being "Business Standard" (English daily, Ahmedabad edition) and "Jai Hind Ahmedabad" (Gujarati daily, Ahmedabad edition) containing, *inter alia*, the following information:
 - a) Statement to the effect that the voting on resolutions proposed for consideration by the shareholders of the Company are to be transacted through Postal Ballot by way of electronic means.
 - b) Statement that the period of remote e-Voting shall commence on Wednesday, February 14, 2024, at 9:00 a.m. (IST) and shall end on Thursday, March 14, 2024 at 5:00 p.m. (IST).
 - c) Statement that the Cut -Off date for determining eligibility to cast votes was Friday, February 09, 2024.
 - d) Statement that the remote e-voting module shall be disabled by NSDL for voting after 5:00 p.m. (IST) on March 14, 2024.
 - e) Contact details, in case of grievances / queries in respect of the electronic voting.

After closure of remote e-voting, the votes cast were unblocked on **Thursday, March 14, 2024 at around 5:40 p.m.** and downloaded from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com) in presence of two witnesses **Mr. Mehul K. Raval** and **Ms. Khushi Lalka**, who are not in employment of the Company, the e-voting data / results downloaded from the e-voting system of





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ADVOCATE

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CDSL were scrutinized and reviewed and based on the excel sheet which was downloaded from the portal of CDSL, the results were prepared.

Based on data downloaded from CDSL e-voting system, the total votes cast in favour or against the resolution proposed in the notice of postal ballot are as under;

SPECIAL BUSINESS: -

1. Re-Appointment of Mr. Prashant Kheskani (DIN: 02589654) as Non-Executive Independent Director of the Company for a second term of five years

Voted in Favour of the Resolution:			
Voting	Number of Members Who Voted	Number of Votes Cast by them	% of Total Number of Valid Votes Casted
Remote E-voting	60	98,11,940	99.9691%
Total	60	98,11,940	99.97%

Voted against of the Resolution:			
Voting	Number of Members Who Voted	Number of Votes Cast by them	% of Total Number of Valid Votes Casted
Remote E-voting	8	3,030	0.03%
Total	8	3,030	0.03%

Invalid Votes			
Voting	Number of Members Who Voted	Number of Votes Cast by them	% of Total Number of Valid Votes Casted
Remote E-voting	-	-	-
Total	-	-	-

Results: As number of votes cast in favour of the resolution were not less than three times the number of votes cast against, we report that special resolution with regard to agenda item no.1 as set out in the Postal Ballot Notice dated February 10, 2024 is passed with requisite majority and the Company is advised to intimate the same to stock exchanges where the shares and/or Securities of the Company have been listed and other appropriate authorities including but not



to Ministry of Corporate Affairs.



JIGNESH A. SHAH
ADVOCATE

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The electronic data and all other relevant records relating to e-voting were handed over to Mr. Bharat Patel, The Company Secretary of M/s Metroglobal Limited (For Short "MGL") for safe keeping and further actions in this regards.

Yours Faithfully,
Jignesh A. Shah
Advocate



Scrutinizer for Postal Ballot
Sanad No. G/4908/2022
Date: March 15, 2024

Counter signed by Chairman of the
Company
For, Metroglobal Limited

Gautam M. Jain
Chairman and Managing Director
DIN: 00160167
Date: March 15, 2024



We Mehul K. Raval and Khushi Lalka the undersigned and witness that the votes cast through remote e-voting was unblocked from thee-voting website Central Depository Services (India) Limited (www.evotingindia.com) in our presence on Thursday, 14th March 2024 at around 5:40 p.m. We also declare that we are not employees of Metroglobal Limited.

Name: Mehul K. Raval
Witness 1

Name: Khushi Lalka
Witness 2

Date: - 15/03/2024
Place: - Ahmedabad

(Annexure-C)

Brief profile of Mr. Prashant Kheskani (DIN: 02589654), Independent Director of the Company

Mr. Prashant Kheskani (DIN: 02589654) has been re-appointed as an Independent Director, not liable to retire by rotation, for a second term of five years with effect from April 01, 2024 to March 31, 2029 under the provisions of Section 149 of the Companies Act, 2013 on March 14, 2024 (i.e. last date of e-voting through postal ballot).

Mr. Prashant Kheskani, aged about 40 years, is a Chartered Accountant, a fellow member of Institute of Chartered Accountants of India (ICAI) with an overall experience of 20+ years in Consulting. He is known for his ability to understand critical issues, accurately evaluate problems, and develop unique, sound business solutions. His diverse business experiences have allowed him to move beyond traditional client needs to consult on strategic matters such as governance, financial and operational planning. He is not related to any directors of the Company.

Mr. Prashant Kheskani fulfils the requirements of an Independent Director as laid down under section 149(6) of the Companies Act, 2013 and Regulation 16 of the LODR Regulations. The Company has received all statutory disclosures / declarations from Mr. Prashant Kheskani, including (i) consent in writing to act as Director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014 ("the Appointment Rules"), (ii) intimation in Form DIR-8 in terms of Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of the Section 149 of the Companies Act, 2013.

