

22nd September, 2023

To,
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai

Scrip Code - 513269

To,
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G block,
Bandra-Kurla Complex,
Bandra (E) Mumbai

Scrip ID - MANINDS

Sub.: PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING HELD ON 22ND SEPTEMBER, 2023.

Dear Sir / Madam,

This is to inform you that the 35th Annual General Meeting (AGM) of the Company was held on Friday, 22nd September, 2023 through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

As required by Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Proceedings of the 35th Annual General Meeting of the Company.

This is for your kind information and record.

Thanking You,

Yours faithfully,

For Man Industries (India) Limited

Rahul Rawat
Company Secretary

Encl: As above

**PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON FRIDAY, 22ND SEPTEMBER, 2023 AT 3:00 P.M.**

As required by Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Proceedings of the 35th Annual General Meeting of the Company are as follows:

Mr. Rahul Rawat, Company Secretary welcomed all the shareholders present at the 35th Annual General Meeting (AGM). He also informed that in Compliance with the Circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), this meeting was being held through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), the physical attendance of the Members had been dispensed with and hence, the facility for appointment of Proxy was not available for the meeting.

He further informed that at 3:00 P.M the requisite quorum were present and the meeting could start.

Mr. R. C. Mansukhani, Chairman of the Company, took over as Chairman of the meeting.

The Company Secretary requested the Chairman of the meeting to address the Members of the Company.

Mr. R. C. Mansukhani, Chairman, welcomed the Members present at the 35th Annual General Meeting of the Company. He also informed that Mr. Nikhil Mansukhani, Managing Director, Mrs. Renu Jalan, Independent Director, Mr. Narendara Mairpady, Independent Director, Mrs. Heena Kalantri, Director and Mr. Ashok Gupta, Chief Financial Officer were present.

He further informed that Mr. Manish Agarwal, Representative of M/s. A. Sachdev & Co, Statutory Auditors of the Company and Mr. Mayank Arora, Partner of M/s. Mayank Arora & Co., Secretarial Auditor and Scrutinizer of the Company were also present.

Then, he addressed to all the Members of the Company in respect of the current business scenario and future prospects.

The Chairman then asked Mr. Rahul Rawat to take through the regulatory matters and general instructions pertaining to the AGM.

Mr. Rahul Rawat, Company Secretary had given an advisory for the members attending the AGM through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

He also informed that the Register of Directors and Key Managerial Personnel and their shareholding, Register of Members and Memorandum and Articles of Association of the Company were available electronically for inspection by the Members.

He further informed that the Company had provided the facility of Remote e-Voting through Central Depository Services (India) Limited (CDSL) from 09:00 a.m. IST on Tuesday, 19th day of September, 2023 to 05:00 p.m. IST on Thursday, 21st day of September, 2023. He asked the Members who had not cast their votes through Remote e-Voting and present at this meeting could vote through e-Voting system provided by CDSL.

The Secretary said that with the permission of the Members, the Notice of the 35th AGM, the Annual Audited Accounts (Standalone & Consolidated) for the financial year 2022-23 along with Directors' Report and Corporate Governance Report were taken as read.

The Secretary then took up the 8 (eight) Agenda items as indicated in the Notice of the 35th AGM dated 7th August, 2023 which are as under:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm payment of the Interim Dividend of Rs. 2/- (i.e. 40%) per equity share already paid to eligible shareholders as the Final Dividend for the financial year 2022-23.
3. To appoint a director in place of Mrs. Heena Vinay Kalantri (DIN: 00149407), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

4. Ratification of the remuneration payable to the Cost Auditor for the financial year ending March 31, 2024.
5. Approval for payment of managerial remuneration made during the year in excess of overall limits prescribed under Companies Act and waiver of recovery of excess managerial remuneration paid to Mr. R. C. Mansukhani for the financial year ended March 31, 2023.
6. To re-appoint and fix the remuneration payable to Mr. Rameshchandra Mansukhani (DIN: 00012033) as a Chairman and Whole Time Director of the Company for a period of 5 years.
7. To re-appoint and fix the remuneration payable to Mr. Nikhil Mansukhani (DIN: 02257522) as Managing Director of the Company for a period of 5 years.
8. Determining fees for delivery of any documents through particular mode of delivery to the members of the Company.

He informed that the results of the e-Voting along with the Scrutinizers Report would be placed on the website of the Company i.e. www.mangroup.com and also would be available on the website of the Stock Exchanges i.e. www.nseindia.com and www.bseindia.com.

The Secretary then opened the floor for the speaker shareholders to ask questions or express their views. There was 1 (one) speaker shareholder present in the meeting.

He also informed that the voting platform would remain open for the next 15 minutes for the Members who have not cast their votes on the Resolutions through e-Voting.

The Secretary thanked all the Members for sparing their valuable time and attending the AGM.

With this the meeting concluded at 3:19 p.m.

This is for your kind information and records.