



McNally Bharat Engineering Company Limited

CIN: L45202WB1961PLC025181
Corporate Office : Ecospace Campus 2B 11F/12
New Town Rajarhat North 24 Parganas Kolkata 700 160
T +91 3344591111
E mbe.corp@mbecl.co.in W www.mcnallybharat.com
Registered Office: 4 Mangoe Lane Kolkata-700 001



19th February 2022

The National Stock Exchange of India Limited

Exchange Plaza, 5th floor, Plot # C/1, 'G' Block
Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

BSE Limited

Corporate Relations Department
1st Floor, New Trading Ring, Rotunda Building
Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results and Scrutinizer's Report on the business transacted by way of Postal Ballot conducted through remote e-voting.

Scrip Code/Symbol: 532629/MBECL

In furtherance to our letter dated 18th January 2022, intimating regarding despatch of Notice of Postal Ballot along with the Explanatory Statement and pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 and Section 110 of the Companies Act, 2013 together with Companies (Management and Administration) Rules, 2014, we are submitting herewith the voting results of the business transacted by way of Postal Ballot in the prescribed format along with the consolidated report of the Scrutinizer on the remote e-voting as Annexure A and Annexure B respectively.

In this regard, we wish to inform you that the resolution as set out in the Notice of Postal Ballot concerning the Reclassification of promoter group companies namely, EMC Limited and MKN Investment Private Limited into "Public" shareholder category, has been passed with the requisite majority on 18th February 2022 (last date for remote e-voting).

The above information is being uploaded on the website of the Company at www.mcnallybharat.com and the website of NSDL at <https://evoting.nsdl.com>.

We request you to kindly take the same on record and disseminate appropriately.

Thanking you,
Yours faithfully,
For **McNally Bharat Engineering Company Limited**

Indrani Ray
Company Secretary

Encl: As above

General information about company	
Scrip code	532629
NSE Symbol	MBECL
MSEI Symbol	NOTLISTED
ISIN	INE748A01016
Name of the company	MCNALLY BHARAT ENGINEERING COMPANY
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	13-01-2022
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	CS A K LABH
Firms Name	A. K. LABH & CO.
Qualification	CS
Membership Number	4848
Date of Board Meeting in which appointed	13-01-2022
Date of Issuance of Report to the company	19-02-2022

Voting results	
Record date	14-01-2022
Total number of shareholders on record date	20546
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Reclassification of two "Promoter Group" companies into "Public" category under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015					
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	69374046	50204336	72.3676	50204336	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		69374046	50204336	72.3676	50204336	0	100
Public- Institutions	E-Voting	92719	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		92719	0	0	0	0	0
Public- Non Institutions	E-Voting	142103992	20846650	14.67	20830625	16025	99.9231	0.0769
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		142103992	20846650	14.67	20830625	16025	99.9231
Total		211570757	71050986	33.5826	71034961	16025	99.9774	0.0226
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

**SCRUTINIZER'S REPORT**

To
The Board of Directors
McNally Bharat Engineering Company Limited
4, Mangoe Lane, 7th Floor
Kolkata – 700 001

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company in connection with Postal Ballot conducted in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31st December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021 and 20/2021 dated 8th December, 2021 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 13th January, 2022.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolution contained in the Notice of Postal Ballot dated the 13th January, 2022. Our responsibility as a scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide e-voting facility.
- (3) We submit our report as under :
 - (a) The Company has completed dispatch of the Notice of Postal Ballot through electronic mode on 18th January, 2022 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 14th January, 2022.
 - (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by NSDL e-voting system (www.evoting.nsdl.com).
 - (c) The e-voting period remained open from 10:00 A.M. IST on Thursday, the 20th day of January, 2022 up to 5:00 P.M. IST on Friday, the 18th day of February, 2022.
 - (d) The shareholders holding shares as on the "cut off" date, i.e. 14th January, 2022 were entitled to vote on the proposed resolution as mentioned in the Notice of Postal Ballot dated the 13th January, 2022.





- (e) The result of the e-voting was downloaded after 5:00 p.m. on Friday, the 18th February, 2022 from NSDL website providing the platform for e-voting system (www.evoting.nsdl.com) and were unblocked in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, and has been included in our report.
- (f) The summary of the votes casted through e-voting (**EVEN: 119096**) is as follows :-

SPECIAL BUSINESS:**Resolution 1 : Ordinary Resolution**

Reclassification of two "Promoter Group" companies into "Public" category under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	106	71034961	99.9774%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	20	16025	0.0226%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	250500



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

4. The proposed resolution has therefore been passed with requisite majority by the Shareholders of the Company.
5. You may accordingly declare the result of Postal Ballot through e-voting.
6. The electronic data and e-voting registers shall remain in our safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through e-voting.

Thanking You,

Yours truly
For **A. K. LABH & Co.**
Company Secretaries

(CS A. K. LABH)
Practising Company Secretary
FCS : 4848 / CP No. : 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848C002640272



Place : Kolkata

Dated : 19.02.2022



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

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Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Witness:

1. 

(Narayan Chandra Saha)
108, Sarat Chatterjee Road
Howrah - 711102

2. 

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060



Received the Report of the Scrutinizer

For McNally Bharat Engineering Company Limited

(Srinivash Singh)
Managing Director
DIN: 00789624

