

Sec/Coat/033/FY 2025-26**Date : 22nd July, 2025****The Secretary****BSE Limited**New Trading Wing,
Rotunda Building,
PJ Tower, Dalal Street,
Mumbai- 400001**Scrip Code: 539046****The Manager****National Stock Exchange of India Limited**Exchange Plaza, C-1, Block "G"
5th floor, Bandra Kurla Complex,
Bandra East,
Mumbai- 400051**Symbol: MANAKCOAT****Madam/Sir,****Sub: Outcome of Board Meeting held on 22nd July, 2025**

Please note that the Board of Directors of the Company at its meeting held today, which commenced at 11:30 a.m and concluded at 5.00 p.m. has *inter-alia* transacted the following business(es) :

- (a) Considered, approved and adopted the Un-audited Financial Results for the quarter ended 30th June, 2025. A copy of Un-audited Financial Results for the quarter ended 30th June, 2025 along with Limited Review Report given by M/s S Bhalotia & Associates, Chartered Accountants, Statutory Auditors of the Company are enclosed and marked as **Annexure-A**. The Unaudited Financial Results shall be published in the newspapers as per Regulation 47(1) of the Listing Regulations and would also be uploaded on the website of the Company at <https://www.manaksiacoatedmetals.com/> as per Regulation 46(2) of the Listing Regulations.
- (b) Decided to conduct the 15th Annual General Meeting (AGM) on Tuesday, the 16th September, 2025 at 11.30 a.m. through Video Conferencing (VC) or other audio- visual means (OAVM).
- (c) Approved, Tuesday, the 9th September, 2025 as the Cut-off date to record the names of shareholders entitled to vote vide remote e-voting facility for AGM.
- (d) Approved, that the Register of Members & Shares Transfer Books of the Company will remain closed from Wednesday, the 10th September, 2025 to Tuesday, the 16th September, 2025 (both days inclusive) for AGM.
The copy of Notice of AGM alongwith audited financial statement, auditors' report, directors' report and other attachments in the form of Annual Report will be sent to you in due course.
- (e) Approved, Tuesday, the 9th September, 2025 as the Cut-off date to record the names of shareholders entitled to receive final dividend, if approved by the Shareholders at the 15th Annual General Meeting.
- (f) Approved the appointment M/s Audittech 360 Financial Services Private Limited as the Internal Auditor of the Company for the Financial year 2025-26. A brief profile of M/s Audittech 360 Financial Services Private Limited is enclosed as **Annexure-B**.

(g) Approved the appointment Mr. Anil Kumar Dubey (Mem.No: FCS 9488), partner of M/s M & A Associates, Practising Company Secretaries (COP No:12588) as Secretarial Auditors of the Company for the period of 5 years from the conclusion of ensuing AGM upto the AGM to be held for the FY 2029-30 subject to approval of shareholders in the ensuing Annual General Meeting. A brief profile of M/s M & A Associates is enclosed as **Annexure-C**.

(h) Approval of the Scheme of Amalgamation between JPA Snacks Private Limited with Manaksia Coated Metals & Industries Limited and their respective shareholders and creditor :

The Board considered and approved the Draft Scheme of Amalgamation between JPA Snacks Private Limited (Transferor Company), a wholly owned subsidiary, with MCMIL Limited (Transferee Company) and their respective shareholders and creditors ('Scheme'). The Scheme will be implemented in terms of Section(s) 230 to 232 of the Companies Act, 2013 read with the rules made thereunder, Section 2(1B) of the Income-tax Act, 1961 and other applicable laws, as amended from time to time. The Scheme is subject to the receipt of necessary approvals, permissions and sanctions of regulatory and other statutory or governmental authorities / quasi-judicial authorities, as may be necessary, as per applicable laws. Pursuant to Regulation 30 of SEBI Listing Regulations, details in respect of the Scheme are enclosed herewith as **Annexure-D**.

This may please be treated as compliance with relevant Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the above information on your record.

Thanking you,

Yours faithfully,

For Manaksia Coated Metals & Industries Limited

Shruti Agarwal

Company Secretary & Compliance Officer

Membership No.: F12124

Encl: as stated above

ANNEXURE-B

BRIEF PROFILE OF M/S AUDITTECH 360 FINANCIAL SERVICES PRIVATE LIMITED. INTERNAL AUDITOR

Sl.No	Particulars	Disclosure
1.	Name of the Internal Auditor	Audittech 360 Financial Services Private Limited
2.	Reason For Change	Appointment as Internal Auditor of the Company for the year 2025-26.
3.	Brief Profile	Audittech 360 is a young, dynamic but a rapidly growing professional consultancy firm dedicated to empowering businesses with comprehensive financial solutions. It offers - • Management and Internal Audit & Process Build-Up & Optimization • IFRS Services & CFO Services • Legal Advisory, Secretarial Compliance & Criminal Law They are having working experience of more than 5 years in auditing, financial services, etc.
4.	Relationship between Directors	No relationship with any Board of Directors or KMP's of the Company.

ANNEXURE- C
BRIEF PROFILE OF MR. ANIL KUMAR DUBEY, PARTNER OF M/S M & A ASSOCIATES, SECRETARIAL AUDITOR.

Sl.No	Particulars	Disclosure
1.	Name of the Secretarial Auditor	Anil Kumar Dubey
2.	Reason For Change	Appointment as Secretarial Auditor of the Company for a period of 5 years from 01.04.2025 subject to approval of shareholders at the ensuing AGM.
3.	Brief Profile	Fellow Member of the Institute of Company Secretaries of India and Law graduate. Presently he is practicing Company Secretary & Registered Valuer (SFA), Insolvency Professional and specializing in Company, Insolvency, Securities Law, Valuation Matters and NCLT Appearances. He is also renowned academician in Corporate Law & Training. He infuses enthusiastic approach among his teammates to utilize their maximum potential. He has been elected to Eastern India Regional Council of the Institute of Company Secretaries of India for the term 2019-2022 and served as its secretary for the year 2019-2020 and Chairman for the term 2022-23. He is renowned Mind Power Trainer and helps various organizations to maximize the utilization of their human resources at optimum level. He is regular invitee by organizations for conducting various training programs
4.	Relationship between Directors	No relationship with any Board of Directors or KMP's of the Company.

ANNEXURE - D

Details of the Scheme of Amalgamation amongst JPA Snacks Private Limited and Manaksia Coated Metals & Industries Limited and their respective shareholders:

Sl. No.	Particulars	Details												
1	Name of the entity(ies) forming part of the amalgamation/ merger, details in brief such as, size, turnover etc.	Manaksia Coated Metals & Industries Limited ('Transferee Company'/'MCMIL'): MCMIL having CIN – L27100WB2010PLC144409, is a public listed company incorporated on March 25, 2010, under the provisions of the Indian Companies Act, 1956 and is an existing company under the Companies Act, 2013. The registered office of MCMIL is situated at 8/1 Lal Bazar Street Bikaner Building, 3rd Floor, Kolkata, West Bengal, India, 700001. JPA Snacks Private Limited ('JSPL'): JSPL having CIN - U15315WB2017PTC219131 is an unlisted private company incorporated under the provisions of the Companies Act, 2013. The registered office of JSPL is situated at 8/1 Lal Bazar Street Bikaner Building, 3rd Floor, Kolkata, West Bengal, India, 700001. JSPL is a wholly owned subsidiary of MCMIL. As on March 31, 2025, the net assets, and revenue (audited standalone) of JSPL and Transferee Company are as hereunder: <i>Amount in Lakhs</i> <table><tr><th>Sl. No.</th><th>Name</th><th>Net Assets</th><th>Revenue from Operations</th></tr><tr><td>1</td><td>MCMIL</td><td>22,262.37/-</td><td>78,162.76/-</td></tr><tr><td>2</td><td>JSPL</td><td>(257.70)</td><td>Nil</td></tr></table>	Sl. No.	Name	Net Assets	Revenue from Operations	1	MCMIL	22,262.37/-	78,162.76/-	2	JSPL	(257.70)	Nil
Sl. No.	Name	Net Assets	Revenue from Operations											
1	MCMIL	22,262.37/-	78,162.76/-											
2	JSPL	(257.70)	Nil											
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”	JSPL is a wholly owned subsidiary and consequently related party of MCMIL. However, pursuant to the clarifications provided in General Circular No. 30/2014 dated July 17, 2014, issued by the Ministry of Corporate Affairs, the requirements of related party transaction in reference to Section 188 of the Companies Act, 2013 are not applicable to this transaction. Further, pursuant to Regulation 23(5)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations'), the provisions of related party transactions are not applicable to transactions between the holding company and its wholly owned subsidiary where the accounts of the wholly owned subsidiary are consolidated with such holding company and placed before												

		shareholders of the holding company for approval. Accordingly, approvals for related party transactions under the Listing Regulations are not applicable to this transaction.
3	Area of business of the entity(ies);	MCMIL i.e. the Transferee Company, is primarily engaged in the business of manufacturing of manufacturers, Importers, exporters and dealers in sheet metal (ferrous and non-ferrous), flat steel rolled products, cold rolled steel sheets, galvanized steel sheets/coils, aluminum and zinc coated steel sheets, color coated steel sheets and coils, aluminum sheets and coils etc. The Transferee Company also has a well-established distribution network. JSPL i.e. the Transferor Company is engaged in the business of the manufacturing, packaging and labelling of snacks.
4	Rationale for amalgamation/merger	NEED FOR THE SCHEME Transferor Company is a wholly owned subsidiary of the Transferee Company. Transferor Company does not have any active operations. As part of the strategic simplification of group structure, the Management of Transferee Company has taken the decision to reduce the number of entities having less significant business within the group by amalgamating such entities with itself. Transferee Company is mainly engaged in the business of coated metals manufacturing in India. Transferor Company is engaged in the business of the manufacture, packaging and labelling of Snacks, but it does not have any significant operations. Therefore, this amalgamation will result in the simplification of group structure, resulting in better administration, reduction in compliance requirements and a reduction in related costs.
5	In case of cash consideration – amount or otherwise share exchange ratio;	JSPL is a wholly owned subsidiary of the Transferee Company. Upon the Scheme coming into effect, the entire paid-up share capital of JSPL shall stand cancelled in its entirety without being required to comply with the provisions of Section 66 of the Companies Act, 2013. Further, the investment of the Transferee Company in the shares of JSPL, appearing in the books of accounts of the Transferee Company shall, without any further act or deed, stand cancelled. It is clarified that no new shares of the Transferee Company shall be issued, nor payment shall be made in cash whatsoever by the Transferee Company in lieu of cancellation of such shares of JSPL.
6	Brief details of change in shareholding pattern (if any) of listed entity.	There will be no change in the shareholding pattern of the Transferee Company on account of the amalgamation of the Transferor Company.