

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
Digitally signed
by SHRUTI
AGARWAL
Date: 2025.07.22
17:03:33 +05'30'

Shruti Agarwal

Company Secretary & Compliance Officer

Membership No.: F12124

Encl: as stated above

MANAKSIA COATED METALS & INDUSTRIES LIMITED
Corporate Identity Number:L27100WB2010PLC144409

Registered office : 8/1 Lal Bazar Street, Bikaner Building, 3rd Floor, Kolkata - 700001

E-mail: info@mcml.in, Website: www.manaksia.coatedmetals.com

Phone: +91-33-2243 5053 / 5054

STATEMENT OF UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2025

(Amount in
Lacs)

Standalone				Particulars	Consolidated			
QUARTER ENDED			YEAR ENDED		QUARTER ENDED			YEAR ENDED
30th June 2025	31st March 2025	30th June 2024	31st March 2025		30th June 2025	31st March 2025	30th June 2024	31st March 2025
Unaudited	Audited	Unaudited	Audited		Unaudited	Audited	Unaudited	Audited
				1. Income				
24,978.48	20,788.54	19,378.21	78,162.76	(a) Revenue from Operations	24,980.22	20,788.54	19,378.21	78,162.76
410.95	193.64	157.51	792.10	(b) Other Income	413.64	196.34	160.20	802.88
25,389.43	20,982.18	19,535.72	78,954.86	Total Income	25,393.86	20,984.88	19,538.41	78,965.64
				2. Expenses				
17,810.64	16,771.60	15,373.08	66,003.31	(a) Cost of materials consumed	17,815.61	16,771.60	15,373.08	66,003.31
855.90	(501.42)	(955.35)	(4794.56)	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	855.90	(501.42)	(955.35)	(4794.56)
409.68	423.32	416.09	1,610.93	(c) Employee benefits expense	409.68	423.32	416.09	1,610.93
777.23	820.29	848.21	3,328.97	(d) Finance Cost	777.24	820.30	848.21	3,328.99
205.78	211.92	220.22	876.61	(e) Depreciation and amortisation expenses	214.72	220.86	229.16	912.38
3,451.12	2,578.16	3,224.65	9,965.62	(f) Other expenses	3,451.12	2,578.28	3,224.66	9,966.12
23,510.35	20,303.87	19,126.90	76,990.88	Total Expenses	23,524.27	20,312.94	19,135.85	77,027.17
1,879.08	678.31	408.82	1,963.99	3. Profit/(Loss) before Exceptional Item and tax (1-2)	1,869.59	671.94	402.56	1,938.48
-	-	-	121.00	4. Exceptional Items	-	-	-	121.00
1,879.08	678.31	408.82	2,084.99	5. Profit/(Loss) before tax (3-4)	1,869.59	671.94	402.56	2,059.48
				6. Tax expense				
475.04	167.77	118.50	556.98	(a) Current Tax	475.04	167.77	118.50	556.98
-	-	-	-	(b) Tax for earlier year	-	-	-	-
(6.04)	0.83	(14.13)	(36.33)	(c) Deferred Tax	(6.04)	0.83	(14.13)	(36.33)
1,410.08	509.71	304.45	1,564.33	7. Net Profit/(Loss) for the period (5-6)	1,400.59	503.34	298.19	1,538.83
				8. Other Comprehensive Income (After Tax)				
-	0.53	-	0.53	(a) Items that will not be reclassified to profit or loss (After Tax)	-	-	-	0.53
-	-	-	-	(b) Items that will be reclassified to profit or loss	(0.72)	(0.81)	1.53	42.47
1,410.08	510.24	304.45	1,564.86	9. Total Comprehensive Income for the period (7+8)	1399.87	502.53	299.72	1,581.83
1046.52	794.69	742.69	794.69	10. Paid-up Equity Share Capital (Face Value per share : Rs. 1/-)	1,046.52	794.69	742.69	794.69
-	-	-	-	11. Other Equity as per Balance Sheet of the previous accounting year	-	-	-	-
				12. Earnings per share (of Rs. 1/- each) (Not annualised):				
1.49	0.69	0.41	2.11	Basic	1.47	0.68	0.40	2.07
1.43	0.69	0.41	2.11	Diluted	1.42	0.68	0.40	2.07



Notes :

(a) The Financial Results of the Company for the Quarter Ended 30th June, 2025 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company in their respective meetings held on 22nd July, 2025. The Statutory Auditors of the Company have carried out limited review of these results and the results are being published in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(b) Comparative figures have been rearranged / regrouped wherever necessary.

(c) The above Financial Results of the Company for the Quarter Ended 30th June, 2025 are available at the Company's website www.manaksia.coatedmetals.com and websites of all Stock Exchanges, where the Equity shares of the Company are listed.

(d) The company had issued and allotted 2,07,00,000 warrants on preferential allotment basis to Promoter and Non-Promoter group carrying the right to convert each warrant into an Equity Share of Rs. 1/- each, at a premium of Rs. 64 each, within the period of 6/18 months for Promoters group and Non Promoter group from the date of allotment i.e. 30th January 2025. The warrant holders had paid 25% of the total consideration of Rs. 16.25 per warrant amounting to Rs. 3363.75 lacs as application money against the above warrants. The Company has allotted 57,90,000 Equity Shares against 57,90,000 warrants on 19.05.2025 after receipt of full consideration, 7,55,000 Equity Shares against 7,55,000 warrants on 06.06.2025 and 49,72,500 Equity Shares against 49,72,500 warrants on 25.06.2025 after receipt of full consideration.

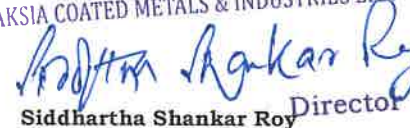
(e) The company had issued and allotted 2,24,00,000 warrants on preferential allotment basis to Promoter and Non-Promoter group carrying the right to convert each warrant into an Equity Share of Rs. 1/- each, at a premium of Rs. 17 each, within the period of 18 months from the date of allotment i.e. 11 October, 2023. The warrant holders had paid 25% of the total consideration of Rs. 4.50 per warrant amounting to Rs. 1008.00 lacs as application money against the above warrants. The Company has allotted 1,09,00,000 Equity Shares against 1,09,00,000 warrants issued on 10.04.2025 and 27,65,000 Equity Shares against 27,65,000 warrants on 11.04.2025 after receipt of full consideration.

Place : Kolkata

Dated : 22nd July, 2025



**For and on behalf of the Board of Directors
Manaksia Coated Metals & Industries Limited**


Siddhartha Shankar Roy Director

(Chairman)

DIN: 08458092

MANAKSIA COATED METALS & INDUSTRIES LIMITED

Corporate Identity Number:L27100WB2010PLC144409

SEGMENTWISE REVENUE RESULTS AND CAPITAL EMPLOYED FOR THE QUARTER ENDED 30TH, JUNE 2025

(Amount in Laacs)

Standalone				Particulars	(Amount in Lacs) Consolidated			
QUARTER ENDED			YEAR ENDED		QUARTER ENDED			YEAR ENDED
30th June 2025	31st March 2025	30th June 2024	31st March 2025		30th June 2025	31st March 2025	30th June 2024	31st March 2025
Unaudited	Audited	Unaudited	Audited		Unaudited	Audited	Unaudited	Audited
				Segment Revenue (Net of Taxes)				
24,658.04	20,507.28	19,230.86	76,710.07	a) Metal Products	24,659.78	20,507.28	19,230.86	76,710.07
320.44	281.26	147.35	1,452.69	b) Others	320.44	281.26	147.35	1,452.69
24,978.48	20,788.54	19,378.21	78,162.76	Total	24,980.22	20,788.54	19,378.21	78,162.76
				Less : Inter Segment Revenue				
24,978.48	20,788.54	19,378.21	78,162.76	Net Sales/Income from operations	24,980.22	20,788.54	19,378.21	78,162.76
				Segment Results				
				Segment Results (Profit+)/Loss(-) before Tax & Interest from each segment) :				
3,041.61	1,922.62	1,489.96	5,956.95	a) Metal Products	3,041.61	1,922.62	1,489.96	5,956.95
16.37	19.35	(57.96)	490.65	b) Others	6.89	12.98	(64.22)	465.16
3,057.98	1,941.97	1,432.00	6,447.60	Total	3,048.50	1,935.60	1,425.74	6,422.11
777.23	820.29	848.21	3,328.97	Less : Interest Expenses	777.24	820.29	848.21	3,328.99
2,280.75	1,121.68	583.79	3,118.63		2,271.26	1,115.31	577.53	3,093.12
50.95	33.88	45.92	136.20	Add : Interest (Income)	50.95	33.88	45.92	136.20
2,331.70	1,155.56	629.71	3,254.83		2,322.21	1,149.19	623.45	3,229.32
452.62	475.84	220.89	1,290.84	Less : Other un-allocable expenditure net of un-allocable (income)	452.62	477.25	220.89	1,290.84
1,879.08	679.72	408.82	1,963.99	Profit/(loss) before Exceptional Item and Tax	1,869.59	671.94	402.56	1,938.48
			121.00	Add : Exceptional Items				121.00
1,879.08	679.72	408.82	2,084.99	Profit/(loss) before Tax	1,869.59	671.94	402.56	2,059.48
				Segment Assets				
37,674.29	35,379.52	29,007.30	35,379.52	a) Metal Products	37,674.29	35,379.52	29,007.30	35,379.52
2,485.31	2,503.58	2,241.18	2,503.58	b) Others	3,086.38	3,120.55	2,837.70	3,120.55
30,450.65	26,101.26	22,286.18	26,101.26	c) Unallocable	30,450.65	26,101.26	22,286.18	26,101.26
70,610.25	63,984.36	53,534.66	63,984.36	Total	71,211.32	64,601.33	54,131.18	64,601.33
				Segment Liabilities				
16,080.10	16,044.63	9,600.38	16,044.63	a) Metal Products	16,044.63	16,044.63	9,600.38	16,044.63
942.76	686.85	1,985.91	686.85	b) Others	1,185.06	896.68	2,190.43	896.68
22,320.34	24,990.51	26,808.03	24,990.51	c) Unallocable	22,320.34	24,990.51	26,808.03	24,990.51
39,343.20	41,721.99	38,394.32	41,721.99	Total	39,550.03	41,931.82	38,598.84	41,931.82



Independent Auditor's Review Report on Standalone Unaudited Financial Results of the Company for three months ended on 30th June 2025 of Manaksia Coated Metals and Industries Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

Review Report to,

The Board of Directors

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of M/s. Manaksia Coated Metals and Industries Limited ("the Company") for the three months ended 30th June, 2025 together with the notes thereon ("the Statement"). The Statement is being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Regulation"), and has been initialed by us for identification purpose.

2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors in their meeting held on July 22, 2025, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under section 133, of the Companies Act, 2013 as amended read with relevant rules issued thereunder and other accounting principles generally accepted in India, our responsibility is to issue a report on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of interim Financial Information Performed by the Independent Auditor of the Entity," as specified under Section 143(10) of the Companies Act, 2013. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



4, Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, as amended read with relevant rules issued there under and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of the Regulation, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Date 22.07.2025

Place: Kolkata

For S.Bhalotia & Associates

Chartered Accountants

Firm Regd No. 325040E



Biplab Das
CA Biplab Das

Partner

Membership No. 074138

UDIN: 25074138BMUJWD9024

Independent Auditor's Review Report on Consolidated Unaudited Financial Results of the Company for the three months ended on 30th June 2025 of Manaksia Coated Metals and Industries Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

Review Report to,

The Board of Directors

1, We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results together with notes thereon of M/s. Manaksia Coated Metals and Industries Limited ('the Company') and share of the net profit/(loss) after tax, other comprehensive income/{loss} and total comprehensive income/(loss) of its subsidiaries for the three months ended 30th June, 2025, ('the Statement') being submitted by the Company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Regulation'), and has been initialed by us for identification purposes,

2, This Statement which is the responsibility of the Company's Management and has been approved by the Company's Board of Directors in their meeting on July 22, 2025. The Statement has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS-34"), prescribed under Section 133 of the Companies Act, 2013, the Act') as amended, read with relevant rules issued there under, other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review,

3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity," as specified under Section 143(10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



We have also performed procedures in accordance with the Circular issued by the SEBI under regulations 33(8) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended, to the extent applicable,

4. The Statement includes the financial results of entity given below:

+ JPA Snacks Pvt Ltd

+ Manaksia International FZE

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the management's certificates referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, as amended read with relevant rules issued there under and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of the Regulation including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. The Unaudited Consolidated Financial Results include the Company's share of total revenue of Rs. 4.43 lakhs and Company's share of net profit/ (loss) after tax of (-) Rs 9.49 lakhs for three months ended 30th June, 2025, as considered in the Unaudited Consolidated Financial Results in respect of the subsidiary mentioned in paragraph 4 above. The result of this subsidiaries is based solely on management certified account. According to the information and explanation given to us by the management, the said Financial Result is not material to the Company.

'Our conclusion on the Statement is not modified in respect of the matter referred to in Paragraph 6 above,

For S.Bhalotia & Associates

Chartered Accountants

Firm Regd No. 325040E

Date: 22.07.2025

Place: Kolkata



Biplab Das

CA Biplab Das

Partner

Membership No. 074138

UDIN: 25074138BMUJWE5412

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	<p>Audittech 360 is a young, dynamic but a rapidly growing professional consultancy firm dedicated to empowering businesses with comprehensive financial solutions. It offers -</p> <ul style="list-style-type: none"> • Management and Internal Audit & Process Build-Up & Optimization • IFRS Services & CFO Services • Legal Advisory, Secretarial Compliance & Criminal Law <p>They are having working experience of more than 5 years in auditing, financial services, etc.</p>
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	<p>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.</p> <p>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</p>
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.	<p>Manaksia Coated Metals & Industries Limited ('Transferee Company'/'MCMIL'):</p> <p>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.</p> <p>JPA Snacks Private Limited ('JSPL'):</p> <p>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.</p> <p>As on March 31, 2025, the net assets, and revenue (audited standalone) of JSPL and Transferee Company are as hereunder:</p> <p><i>Amount in Lakhs</i></p> <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”	<p>JSPL is a wholly owned subsidiary and consequently related party of MCMIL.</p> <p>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.</p> <p>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</p>												

		<p>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.</p> <p>Accordingly, approvals for related party transactions under the Listing Regulations are not applicable to this transaction.</p>
3	Area of business of the entity(ies);	<p>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.</p> <p>JSPL i.e. the Transferor Company is engaged in the business of the manufacturing, packaging and labelling of snacks.</p>
4	Rationale for amalgamation/merger	<p>NEED FOR THE SCHEME</p> <p>Transferor Company is a wholly owned subsidiary of the Transferee Company. Transferor Company does not have any active operations.</p> <p>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.</p>
5	In case of cash consideration – amount or otherwise share exchange ratio;	<p>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.</p> <p>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.</p>
6	Brief details of change in shareholding pattern (if any) of listed entity.	<p>There will be no change in the shareholding pattern of the Transferee Company on account of the amalgamation of the Transferor Company.</p>