



maithan alloys ltd

ISO 9001:2000 COMPANY

Registered Office : Ideal Centre, 4th Floor
9, A. J. C. Bose Road, Kolkata - 700 017
T (033) 6450 2228 F (033) 3987 7201

E office@maithanalloys.com

W www.maithanalloys.com

CIN : L27101WB1985PLC039503

January 25, 2016

1] The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700 001
Scrip code: 023915

2] The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051
Scrip code: MAITHANALL-EQ

Ref : Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub : Proceedings of the Court Convened Meeting

Dear Sir,

Pursuant to Regulation 30(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit Proceedings of the Court Convened Meeting of the Equity Shareholders of Maithan Alloys Limited held on Monday, January 25, 2016 at "The Conclave", 216, AJC Bose Road, Kolkata- 700017 at 12.00 Noon for considering the Scheme of Amalgamation of Anjaney Alloys Limited with Maithan Alloys Limited and their respective shareholders.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

For **Maithan Alloys Limited**

Rajesh K Shah

Company Secretary

Encl: As stated above

cc: The Corporate Relationship Department
BSE Limited
Rotunda Building, P.J. Towers
Dalal Street, Fort, Mumbai -400 001



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PROCEEDINGS OF THE COURT CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF MAITHAN ALLOYS LIMITED HELD ON MONDAY, JANUARY 25, 2016 AT 12:00 NOON.

A Meeting of the Equity Shareholders of Maithan Alloys Limited was held at "The Conclave", 216, A J C Bose Road, Kolkata – 700 017 on Monday, January 25, 2016 at 12:00 Noon as per the Order dated December 8, 2015 passed by the Hon'ble High Court at Calcutta ("the Order").

Total 123 members were present in person and in proxy.

Mr. Deb Mukherjee, Advocate, occupied the Chair and conducted the proceedings as per the Order.

After declaring the quorum to be present, the Chairman called the Meeting to the Order.

The Chairman introduced the Directors present on the dias and welcomed the Members and Directors present at the Meeting. The Chairman mentioned about availability of documents as mentioned in the Explanatory Statement to the Notice convening the Meeting, for inspection.

With the approval of the Members present, the Notice dated December 18, 2015 convening the Meeting was taken as read, in view of the fact that the Notice together with the Explanatory Statement under Section 393 of the Companies Act, 1956 and the Scheme of Amalgamation have been duly circulated.

Thereafter, Chairman directed Sri Rajesh K Shah, Company Secretary to read out the Resolution.

Sri Rajesh K Shah then read out the following resolution:

"RESOLVED THAT pursuant to Circular No. CIR/CFD/DIL/5/2013 dated February 4, 2013 read with Circular No. CIR/CFD/DIL/8/2013 dated May 21, 2013, both issued by the Securities and Exchange Board of India ('SEBI Circular'), the Observation Letters issued by each of the National Stock Exchange of India Limited and The Calcutta Stock Exchange Limited vide dated November 3, 2015 and November 4, 2015 respectively, and the provisions of Sections 391 to 394 and other applicable provisions of the Companies Act, 1956 or under the corresponding provisions of the Companies Act, 2013 ('Act') and subject to the approval of the Hon'ble High Court at Calcutta or other appropriate authority(ies), the Scheme of Amalgamation ('the Scheme') of Anjaney Alloys Limited ('AAL' or 'Transferor Company') with Maithan Alloys Limited ('MAL' or 'Transferee Company') and their respective shareholders as circulated along with the notice, be and is hereby approved with or without any modifications and/or conditions if any, which may be required and/or imposed by the Equity Shareholders or the Hon'ble High Court at Calcutta while sanctioning the scheme or any authority under law;

RESOLVED FURTHER THAT Sri B K Agarwalla, Chairman, Sri S C Agarwalla, Managing Director, Sri Subodh Agarwalla, Whole Time Director, Sri Aditya Agarwalla Chief Financial Officer, or any other Director or Company Secretary of the Company or such other person as may be authorized by the Board of Directors (including Committee thereof) be and are hereby severally





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authorized to do all such acts, deeds, matters and things as are considered requisite or necessary to effectively implement the Scheme and to accept such modification and/or conditions, if any, which may be required and/or imposed by the Hon'ble High Court at Calcutta while sanctioning the Scheme or by any authority (ies) under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in carrying out the Scheme."

The Chairman thereafter invited the members to raise their query, if any, relating to the Scheme of Amalgamation. Accordingly the questions asked by the members related to the Amalgamation were attended and explained to the members present.

Thereafter, the Chairman invited members to propose and second the Resolution. The Resolution was:

Proposed by: Sri S N Pal

Seconded by: Sri Tapas Kumar Dutta

The Chairman then put the resolution to vote through poll.

Mr. Raj Bairoliya, shareholder of the Company and Miss Gargi Singh, Advocate were appointed as the scrutinizer for conducting the polling process. Prior to the commencement of the Poll, the Chairman of the meeting directed Mr. Rajesh K Shah, Company Secretary to explain the process of polling to the members.

The Chairman then informed that the persons who were shareholders as on cut-off date i.e. December 11, 2015 and did not cast their vote through Postal Ballot/ E-voting shall only be able to exercise their right to vote through Polling Papers at this Meeting.

Thereafter, the scrutinizers took charge of the poll box and locked the same after showing to the shareholders present that the poll box was empty. The Chairman then requested the Shareholders to cast their votes. After the voting was over, the scrutinizers sealed the poll box and were directed to submit their report to the Chairman.

The Chairman informed the members that the voting results will be announced within 48 hours from the conclusion of this meeting by placing the same at the website of the Company as well as at the Company's Notice Board. Further, the voting result shall also be available at the official website of Stock Exchange where the shares of the Company are traded and also at the website of Central Depository Services (India) Limited.

With the official business having being transacted, the Chairman declared the meeting as closed.

The Meeting was concluded with a vote of thanks to the Chair at 12:55 P.M.

For Maithan Alloys Limited

(Rajesh K Shah)

Company Secretary

Works : Unit-I, P.O. Kalyaneshwari - 713 369, Dist. Burdwan (W.B.)
Unit-II, E.P.I.P., Byrnihat, Dist.-Ri-bhoi-793101, Meghalaya

