

# INDIAN BASE METALS COMPANY LTD

Regd. Office: 240B, Acharya Jagdish Chandra Bose Road, Kolkata – 700020.

Phone: (033) 79660458

Email: [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com)

Website: [www.indianbasemetals.com](http://www.indianbasemetals.com)

CIN: L27209WB1971PLC028015

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28<sup>th</sup> September, 2024

To,  
The Secretary,  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range  
Kolkata - 700 001

Dear Sir/Madam,

**Sub: Summary Proceedings & Scrutinizer's Report of the 53<sup>rd</sup> Annual General Meeting**

This is to inform you that the 53<sup>rd</sup> Annual General Meeting ('AGM') of the Company was held on 28<sup>th</sup> September, 2024 through video conferencing and the business mentioned in the Notice of the 53<sup>rd</sup> AGM were duly transacted.

In this regard, please find enclosed the following-

- (1) Summary of the proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (2) Report of Scrutinizer dated 28<sup>th</sup> September, 2024 as required under Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

Kindly take the same on record.

Thanking You,-

Yours Sincerely,  
Indian Base Metals Company Limited

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(Ramesh Bansal)  
Managing Director & Chief Financial Officer  
DIN: 00420589

Encl.: As Above

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## **Summary of the proceedings of the 53<sup>rd</sup> Annual General Meeting of Indian Base Metals Company Limited**

The 53<sup>rd</sup> Annual General Meeting ('AGM') of the Members of the Company was held on Saturday, 28<sup>th</sup> September, 2024 through video conferencing in accordance with the regulatory provisions and circulars issued by the Ministry of Corporate Affairs & Securities and Exchange Board of India.

The meeting commenced at 1.00 p.m. (IST) and concluded at 1.35 p.m. (IST) (including time allowed for e-voting at AGM).

Mr. Ramesh Bansal, Managing Director and Chief Financial Officer of the Company chaired the 53<sup>rd</sup> AGM of the Company. 19 Members attended the AGM through video conferencing.

The Chairman welcomed the Members, Directors and Auditors attending the meeting through video conferencing. The requisite quorum as per Section 103 of the Companies Act, 2013 being present, the Chairman called the meeting to order.

The Chairman advised the Members that all the necessary steps have been taken by the Company to ensure that the Members were able to attend and vote at the Meeting through electronic mode in a seamless manner.

Thereafter the Chairman delivered his speech followed with the address by the Company Secretary & Compliance officer, briefing about the guidelines to be followed by the Shareholders during the Meeting.

The Chairman briefed the Members on the Agenda Items as provided in the AGM Notice dated 14<sup>th</sup> August, 2024 as detailed below:

Sl. No.	Item	Resolution
<b>Ordinary Business</b>		
1.	Adoption of Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2024 and the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2.	Appointment of Director in place of Mrs. Mala Bansal (DIN: 00469733), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution



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Sl. No.	Item	Resolution
<b>Special Business</b>		
3.	Appointment of Mr. Ravi Agarwal (DIN: 09697331) as an Independent Director of the Company for a term of five consecutive years with effect from 14th August, 2024.	Special Resolution
4.	Appointment of Mr. Alok Kumar Kothari (DIN: 10707982) as an Independent Director of the Company for a term of five consecutive years with effect from 14th August, 2024.	Special Resolution
5.	Reappointment of Mr. Ramesh Bansal (DIN: 00420589) as Managing Director of the Company for a further term three years with effect from 14th August, 2024.	Special Resolution

The Chairman, being interested in Item No. 5 relating to his re-appointment as Managing Director, handed over the proceedings to Mr. Santosh Kumar Agarwal. Thereafter, he resumed the Chair and continued with the further proceedings.

Members were provided with the facility to ask questions or express their views on the aforesaid Agenda Items. However, no queries or clarifications were raised by the Members.

E-voting facility was provided during the AGM to those Members who had not cast their votes through remote e-voting. The facility to cast votes through remote e-voting was also provided to the Members from 9.00 a.m. on 25<sup>th</sup> September, 2024 till 5.00 p.m. on 27<sup>th</sup> September, 2024.

The Board of Directors had appointed Ms. Amber Ahmad, Proprietor of Messrs. Amber Ahmad & Associates, as the Scrutinizer to supervise the e-voting process in a fair and transparent manner. The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchange and place the same on the website of the Company.

The Chairman also informed the Members that the e-voting facility on CDSL platform would be available for 15 minutes after the conclusion of the AGM to enable e-voting by those Members who have not cast their vote earlier through remote e-voting.

The Chairman advised the Members that the Voting Results, along with the Scrutinizer's Report, would be made available on the Company's website and also on the website of the Central Depository Services (India) Limited. The Voting Results would also be forwarded to the Calcutta Stock Exchange Limited, where the Company's shares are listed.



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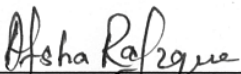
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All the Resolutions for consideration at the 53<sup>rd</sup> AGM in respect of the items set out in the Notice dated 14<sup>th</sup> August, 2024, have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.

This is for your information and records.

Thanking You,

Yours Sincerely,  
Indian Base Metals Company Limited

  
\_\_\_\_\_  
(Afsha Rafique)

Company Secretary & Compliance Officer





**Amber Ahmad & Associates**  
COMPANY SECRETARIES

**CONSOLIDATED SCRUTINIZER'S REPORT**  
**(VOTING THROUGH REMOTE E-VOTING AND E-VOTING**  
**DURING THE ANNUAL GENERAL MEETING)**

[Pursuant to Section 108 of the Companies Act, 2013 (as amended) and the Companies  
(Management and Administration) Rules, 2014 (as amended)]

To,  
The Chairman of 53<sup>rd</sup> Annual General Meeting of the Members of **Indian Base Metals  
Company Limited (CIN: L27209WB1971PLC028015)**, held on **Saturday, 28<sup>th</sup>  
September, 2024 at 1:00 p.m. (IST)** through **Video Conferencing ("VC")** or **Other  
Audio Visual Means ("OAVM")**.

Dear Sir,

1. I, Amber Ahmad, a Company Secretary in Practice and Proprietor of Amber Ahmad & Associates, Company Secretaries (FCS: 9312 and C.P. No.: 8581), Kolkata, have been duly appointed as the Scrutinizer by the Board of Directors of **Indian Base Metals Company Limited** (the "Company") for the purpose of scrutinizing the process of voting through remote e-voting and e-voting during the Annual General Meeting under the provisions of Section 108 of the Companies Act, 2013 (as amended) (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (the "Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) read with the General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2022 and 10/2022 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020, 5<sup>th</sup> May, 2022 and 28<sup>th</sup> December, 2022 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 12<sup>th</sup> May, 2020, 13<sup>th</sup> May, 2022 and 5<sup>th</sup> January, 2023 respectively issued by the Securities and Exchange Board of India (collectively referred to as the "SEBI Circulars") on the proposed resolutions contained in the Notice of 53<sup>rd</sup> Annual General Meeting of the Members of the Company dated 14<sup>th</sup> August, 2024 (the "Notice").

Office Address : Bagati House, Room No. 12, 3rd Floor, 34, Ganesh Chandra Avenue, Kolkata - 700 013  
Phone : 8232021560 (O), Mobile : 9831918591 / 8335814488  
E-mail : cs.amberahmad@gmail.com; mail.csambersoffice@gmail.com

**Continuation Sheet No. 2**

2. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to remote e-voting and e-voting during the 53<sup>rd</sup> Annual General Meeting (the “AGM” or the “Meeting”) on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer’s Report for the votes cast in “favour” or “against” on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide remote e-voting and e-voting during the AGM.
3. As confirmed by the Company, the Notice was sent through electronic mode to the Members whose email addresses were registered with the Company / Depositories / RTA in compliance with the MCA Circulars and SEBI Circulars. Further, the Company had uploaded the Notice of the AGM on the website of the Company, and also on CDSL’s website and on the website of the Calcutta Stock Exchange.
4. Post dispatch of the Notice and the Annual Report 2023-24, the requisite advertisement pursuant to the Rules and the MCA Circulars containing all required information was published by the Company on 6<sup>th</sup> September, 2024 in Kolkata Edition of “Financial Express” (English) and “Duranta Barta” (Bengali).
5. In terms of the aforesaid Notice, the remote e-voting facility was kept open for three days from **Wednesday, 25<sup>th</sup> September, 2024 at 9:00 A.M. (IST) to Friday, 27<sup>th</sup> September, 2024 at 5:00 P.M. (IST)** and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by CDSL.
6. The Members of the Company as on the “**cut-off**” date, i.e., **Saturday, 21<sup>st</sup> September, 2024** were entitled to vote on the resolutions proposed in the Notice.
7. At the end of the remote e-voting period on 27<sup>th</sup> September, 2024 at 5:00 P.M. (IST), the voting portal of CDSL was blocked forthwith.
8. Thereafter, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, I was provided access to the details such as the name, folio no., DP / Client ID and number of shares held by those Members who had opted for the remote e-voting except for the manner in which they have cast their votes.


*Continuation Sheet No. 3*

9. At the AGM of the Company held on 28<sup>th</sup> September, 2024, the Chairman at the end of discussions on the resolutions announced that the facility for e-voting is available to the Members attending the Meeting through VC / OAVM, who did not participate in the remote e-voting, to record their votes.
10. Immediately after conclusion of the AGM on 28<sup>th</sup> September, 2024, e-voting during the Meeting were reckoned and thereafter the votes cast through remote e-voting and e-voting during the AGM were unblocked in the presence of Ms. Afrin Amin and Mr. Faizul Bari who acted as witnesses (who are not in employment of the Company) as prescribed under sub-rule 4(xii) of Rule 20 of the Rules. They have signed below in confirmation of the votes being unblocked in their presence: -

*Afrin Amin*

Ms. Afrin Amin

*Faizul Bari*

Mr. Faizul Bari

11. Thereafter, the details containing, inter alia, list of the Members, who voted “for” or “against” on each of the resolutions that were put to vote, were derived from the reports generated from the e-voting website of CDSL, including votes cast by the Members during the AGM.
12. I have issued separate Scrutinizer’s Reports on the remote e-voting and e-voting during the AGM on the resolutions contained in the Notice. I submit herewith my Consolidated Scrutinizer’s Report on the results of voting through remote e-voting and e-voting during the AGM as under:-

*Ahmed Ahmad*



**ORDINARY BUSINESS**

<b>Item No. 1</b>	To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon						
<b>Resolution Required</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-Voting</b>		<b>E-Voting during the AGM</b>		<b>Total</b>		<b>Percentage (%)</b>
	<b>No.</b>	<b>Votes</b>	<b>No.</b>	<b>Votes</b>	<b>No.</b>	<b>Votes</b>	
Assent	26	1563250	4	258600	30	1821850	100.00
Dissent	0	0	0	0	0	0	0.00
<b>Total Valid Votes Cast</b>	<b>26</b>	<b>1563250</b>	<b>4</b>	<b>258600</b>	<b>30</b>	<b>1821850</b>	<b>100.00</b>
Abstain / Invalid Votes	0	0	0	0	0	0	

<b>Item No. 2</b>	To appoint a Director in place of Mrs. Mala Bansal (DIN: 00469733) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers herself for re-appointment.						
<b>Resolution Required</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-Voting</b>		<b>E-Voting during the AGM</b>		<b>Total</b>		<b>Percentage (%)</b>
	<b>No.</b>	<b>Votes</b>	<b>No.</b>	<b>Votes</b>	<b>No.</b>	<b>Votes</b>	
Assent	26	1563250	4	258600	30	1821850	100.00
Dissent	0	0	0	0	0	0	0.00
<b>Total Valid Votes Cast</b>	<b>26</b>	<b>1563250</b>	<b>4</b>	<b>258600</b>	<b>30</b>	<b>1821850</b>	<b>100.00</b>
Abstain / Invalid Votes	0	0	0	0	0	0	

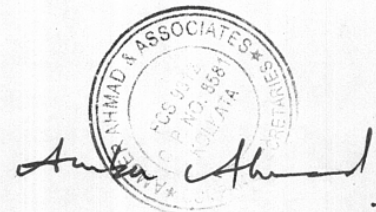

  
*Ahmad Ahmad*



## Continuation Sheet No. 5

Item No. 3	To appoint Mr. Ravi Agarwal (DIN: 09697331) as an Independent Director of the Company for a term of consecutive five (5) years, effective from 14th August, 2024.						
Resolution Required	Special						
Particulars	Remote E-Voting		E-Voting during the AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	26	1563250	4	258600	30	1821850	100.00
Dissent	0	0	0	0	0	0	0.00
Total Valid Votes Cast	26	1563250	4	258600	30	1821850	100.00
Abstain / Invalid Votes	0	0	0	0	0	0	

Item No. 4	To appoint Mr. Alok Kumar Kothari (DIN: 10707982) as an Independent Director of the Company for a term of consecutive five (5) years, effective from 14th August, 2024.						
Resolution Required	Special						
Particulars	Remote E-Voting		E-Voting during the AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	26	1563250	4	258600	30	1821850	100.00
Dissent	0	0	0	0	0	0	0.00
Total Valid Votes Cast	26	1563250	4	258600	30	1821850	100.00
Abstain / Invalid Votes	0	0	0	0	0	0	



Continuation Sheet No. 6

Item No. 5	To re-appoint Mr. Ramesh Bansal (DIN: 00420589) as Managing Director of the Company for a term of consecutive three (3) years, effective from 14th August, 2024.						
Resolution Required	Special						
Particulars	Remote E-Voting		E-Voting during the AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	26	1563250	4	258600	30	1821850	100.00
Dissent	0	0	0	0	0	0	0.00
Total Valid Votes Cast	26	1563250	4	258600	30	1821850	100.00
Abstain / Invalid Votes	0	0	0	0	0	0	

Based on the aforesaid results, the resolution no.(s) 1 to 5 as contained in the Notice have been passed with the requisite majority.

All the relevant records relating to the remote e-voting and and e-voting during the AGM are under my safe custody and will be handed over to the Chairman or the Company Secretary for preserving safely after the minutes of the Meeting are signed.

Thanking you,

Yours faithfully,  
For AMBER AHMAD & ASSOCIATES  
Company Secretaries

*Amber Ahmad.*

CS AMBER AHMAD  
Proprietor  
Membership No.: FCS 9312  
C.P. No.: 8581  
Peer Review Certificate No.: 1339/2021  
UDIN: F009312F001354040

Countersigned by:.....

*Ashoka*



Place: Kolkata  
Date: 28th September, 2024