

Date: September 13, 2023

To, The Manager Listing Department BSE Limited ("BSE"), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	To, The Manager Listing Department National Stock Exchange of India Limited ("NSE"), "Exchange Plaza", 5 th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051.
BSE Scrip Code: 543426	NSE Symbol: METROBRAND

Sub: Summary of the Proceedings of the 46th Annual General Meeting ("AGM") of Metro Brands Limited ("the Company") pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Pursuant to Regulation 30 read with 'Part A' Schedule III and other applicable regulations, if any, of the SEBI Listing Regulations, please find enclosed herewith summary of proceedings of the AGM of the Company held on **Wednesday, September 13, 2023**, which commenced at 3:00 p.m. and concluded at 3:46 p.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Kindly take the above on your records and acknowledge the same.

Thanking you.
Yours faithfully,
For Metro Brands Limited,

Deepa Sood
VP – Legal, Company Secretary and Compliance Officer
Membership No. 16019

Encl: As Above

Summary of Proceedings of the 46th Annual General Meeting of Metro Brands Limited

The 46th Annual General Meeting (“AGM”) of Metro Brands Limited (“the Company”) was held on Wednesday, September 13, 2023 at 3:00 p.m. (IST) through Video Conferencing (VC)/ Other Audio - Visual Means (OAVM).

Mr. Rafique Abdul Malik, Chairman of the Company, chaired the proceedings of the Meeting and welcomed the Members to the Meeting.

Ms. Deepa Sood, VP – Legal, Company Secretary and Compliance Officer of the Company, briefed the Members on points relating to participation at the Meeting through VC/OAVM.

Ninety Six (96) Members were present in the meeting through VC/OAVM. She informed that the requisite quorum for the Meeting was present.

She further informed the Members that the Meeting was in compliance with the Secretarial Standards, circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. She further informed that the facility for appointing proxy was not available. Statutory Registers, Documents and Records as required by law were open and accessible for electronic inspection during the continuance of the Meeting.

The following Directors and Key Managerial Personnel (KMP) attended the meeting through VC/OAVM:

Sr. No	Name of the Directors / KMP	Designation	Membership/Chairmanship in Committee	Place of attending VC/OAVM
1.	Mr. Rafique Abdul Malik	Executive Director-Chairman	-	Mumbai
2.	Ms. Farah Malik Bhanji	Managing Director	Chairperson of: (1) the Risk Management Committee; (2) Corporate Social Responsibility & Sustainability Committee; and (3) Share Allotment and Transfer Committee and Member of: (1) Audit Committee and	United States of America

			(2)Stakeholders Relationship Committee. (3) Investment Committee	
3.	Mr. Mohammed Iqbal Hasanally Dossani	Whole-time Director	Member of Stakeholders' Relationship Committee.	Mumbai
4.	Mr. Utpal Hemendra Sheth	Non-Executive-Nominee Director	Chairman of Investment Committee and Member of: (1) Nomination, Remuneration and Compensation Committee and (2) Share Allotment and Transfer Committee.	Mumbai
5.	Mr. Manojkumar Madangopal Maheshwari	Independent Director	Chairman of Audit Committee and Member of Nomination, Remuneration and Compensation Committee.	Mumbai
6.	Ms. Aruna Bhagwan Advani	Independent Director	Chairperson of: (1) Nomination, Remuneration and Compensation Committee and (2) Stakeholders' Relationship Committee and Member of Audit Committee.	United Kingdom
7.	Mr. Arvind Kumar Singhal	Independent Director	Member of Corporate Social Responsibility & Sustainability Committee.	Gurgaon, Haryana
8.	Mr. Vikas Vijaykumar Khemani	Independent Director	Member of (1)Audit Committee; (2) Risk Management Committee and (3) Investment Committee.	Delhi
9.	Mr. Srikanth Velamakanni	Independent Director	Member of Corporate Social Responsibility & Sustainability Committee.	Mumbai

10.	Mr. Nissan Joseph	Chief Executive Officer	Member of Share Allotment and Transfer Committee.	Amsterdam
11.	Mr. Kaushal Parekh	Chief Financial Officer	Member of Risk Management Committee	Mumbai
12.	Ms. Deepa Sood	VP – Legal, Company Secretary and Compliance Officer	-	Mumbai

Ms. Sood further introduced the following persons who had also joined the Meeting:

- Mr. Firoz Pradhan and Mr. Pratik Gandhi representing M/s. S R B C and Co. LLP, Statutory Auditors of the Company;
- Mr. A Sekar, Secretarial Auditor of the Company;
- Mrs. Ashwini Inamdar and Mrs. Alifiya Sapatwala, Partner of Mehta & Mehta, Practicing Company Secretaries, as Scrutinizer.

Mr. Rafique Abdul Malik, Chairman of the Company informed that the meeting is in order as the Quorum is present. He informed the Members about significant portfolio enhancement of the Company through the acquisition of Cravatex Brands Limited, now known as Metro Athleisure Limited. Further, he informed the Members that the acquisition helped in securing exclusive long-term license of Fila brand and added Proline brand to the Company's offerings. A brief audio-visual presentation on the FILA brand was presented at the Meeting.

Thereafter, Ms. Farah Malik Bhanji, Managing Director of the Company, warmly welcomed the Members. She shared operational highlights and details of remarkable financial growth of the Company. She also shared the vision of the Company to dominate India's footwear market with its asset-light model and strong vendor partnerships.

Then, Mr. Nissan Joseph, Chief Executive Officer of the Company greeted the Shareholders and shared future plans of the Company especially for Fila business, expansion plans for store network and e-commerce business.

The Chairman informed that with the consent of the Members, the Notice convening the AGM along with Explanatory Statements was taken as read. He informed that the Statutory Auditors' Report and the Secretarial Auditors' Report for the Financial Year 2022-23 did not contain any qualification/adverse remarks, therefore the same was not required to be read at the Meeting.

Thereafter, Ms. Sood briefed the shareholders about the facility of remote e-voting provided by the Link Intime India Private Limited (LI IPL) to the Members of the Company. She informed that the remote e-voting facility had commenced at 9.00 a.m. on Sunday, September 10, 2023 and ended on Tuesday, September 12, 2023 at 5.00 p.m. The Company had provided the facility to cast votes electronically to those Members at the AGM, who had not casted their votes and e-voting process will continue for the next 30 minutes from the time of closure of the meeting whereafter it will be disabled automatically by LI IPL.

She further informed that Mrs. Ashwini Inamdar and failing her Mrs. Alifya Sapatwala, Partners of Mehta & Mehta, Practicing Company Secretaries was appointed as Scrutinizer to scrutinize the entire voting process in a fair and transparent manner. The combined results of remote e-voting prior and during the AGM would be announced within two (2) working days from the conclusion of this AGM and results along with the Scrutinizer's Report would be intimated to the Stock Exchanges and also uploaded on the websites of the Company and LI IPL.

Further, she requested the Moderator to give the speaker shareholders an opportunity to speak in the order in which they had registered their names. The Speaker Shareholders expressed their views, asked questions and sought clarifications on the financial statements and other matters. A brief video of the Company on 'Living the PRIDE values at Metro Brands' was presented to the Members and later answers and clarifications were provided by the Chief Financial Officer and Chief Executive Officer, to the queries raised by the Members.

The Chairman thanked all the Shareholders, Stakeholders, Board members, and the entire team of the Company for attending the meeting and being part of the journey of the Company. He wished everyone a safe and healthy future and declared the proceedings of the AGM as closed at 3:46 p.m.

This is for your information and records.

Thanking You,

Yours Faithfully,

For Metro Brands Limited,

Deepa Sood
VP – Legal, Company Secretary and Compliance Officer
Membership No. 16019