

23rd December, 2011

To,

The Manager
Dept. of Corporate Services
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai - 400 001
Scrip Code: 513269

The Manager
Dept. of Corporate Services
THE NATIONAL STOCK EXCHANGE LTD,
Exchange Plaza,
Bandra Kurla Complex,
Bandra,
Mumbai - 400 051
Symbol: MANINDS

Dear Sirs,

Sub: Proceedings of 23rd Annual General Meeting held on 23rd December, 2011.

We would like to inform you that the shareholders at the 23rd Annual General Meeting (AGM) of the Company held on 23rd December, 2011, inter alia, have approved the following:

1. Adoption of the Audited Balance Sheet as at March 31, 2011 and the Profit & Loss Account for the year ended as on that date and the Reports of Auditors and Directors thereon.
2. Dividend of 40 % on the Equity Shares (Rs. 2/- per share of the Face Value of Rs. 5/- each) for the year ended March 31, 2011.
3. Re - appointment of Mr. Kirit Damania as Director of the Company.
4. Appointment of M/s. Rohira Mehta & Associates, Chartered Accountants, as the Statutory Auditors of the Company who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and the Board of Directors are authorized to fix their remuneration.'
5. Appointment of Mr. J. C. Mansukhani as Vice Chairman & Managing Director with effect from 24th November, 2011 for a period of 5 (five) years.
6. Appointment of Mr. Pramod Tandon as Director.
7. Appointment of Mr. Annavarapu Venkat Rammurthy as Director.



MAN
INDUSTRIES (INDIA) LTD
GROUP
Globally Committed

8. Appointment of Mr. Nikhil Mansukhani as Director.
9. Increasing the authorised share capital of the Company and consequently altering the Memorandum of Association of the Company from Rs. 35,00,00,000/- (Rupees Thirty Five Crores Only) to Rs. 40,00,00,000/- (Rupees Forty Crores Only).
10. Altering the Articles of Association of the Company pursuant to increase in Authorized Share Capital of the Company from Rs. 35,00,00,000/- (Rupees Thirty Five Crores Only) to Rs. 40,00,00,000/- (Rupees Forty Crores Only).
11. Resolution u/s 81 of the Companies Act, 1956 for alteration of the terms of issue of FCCB and for issue of further securities.

Kindly take the same on your record.

For MAN INDUSTRIES (INDIA) LTD



Rajesh Parte
Group Company Secretary & Head Legal