

MPDL LIMITED

(Formerly known as Monnet Project Developers Limited)

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MPDL\CS\2022-23

September 30, 2022

DGM-Dept. of Corporate Services
BSE Ltd.
P. J. Tower, Dalal Street,
Mumbai – 400 001

Scrip Code – 532723

SUB: Voting Results and Consolidated Scrutinizer's Report of 20th Annual General Meeting

Dear Sir,

With respect to the 20th Annual General Meeting of the Company held on Wednesday, 28th September, 2022, please find attached herewith the following:

1. Voting Results of the Annual General Meeting in compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-**Annexure-I**
2. Consolidated Scrutinizer's Report in compliance with Rule 20 of Companies (Management and Administration) Rules, 2014-**Annexure-II**

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

For MPDL Limited

Bishwa Nath Chatterjee
Director
DIN: 08359823

MPDL LIMITED
(Formerly Known as Monnet Project Developers Limited)

Voting Results of Annual General Meeting

Details of e-Voting at AGM and Remote e-Voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

Date of the AGM	28-09-2022
Total number of shareholders on record date i.e. September 21, 2022	2,111
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	6 15

1. Ordinary Resolution: To receive, consider and adopt:

- a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon.
- b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Report of the

Auditors thereon

Whether promoter/ promoter group are intersted in the Agenda/resolution **No**

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote e-Voting	55,57,730	55,57,730	100.0000	55,57,730	0	0.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		55,57,730	100.0000	55,57,730	0	0.0000
Public-Institutions	Remote e-Voting	4,28,764	1,50,000	34.9843	1,50,000	0	0.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		1,50,000	34.9843	1,50,000	0	0.0000
Public-Non Institutions	Remote e-Voting	14,26,030	1,57,595	11.0513	1,57,595	0	0.0000
	e-Voting at AGM		1,22,181	8.5679	1,22,180	1	0.0008
	Total		2,79,776	19.6192	2,79,775	1	0.00036



Total		74,12,524	59,87,506	80.7755	59,87,505	1	0.00002
2. Ordinary Resolution: To appoint a Director in place of Mr. Bishwa Nath Chatterjee (DIN: 08359823), who retires by rotation and being eligible, offers himself for reappointment.							
Whether promoter/ promoter group are intersted in the Agenda/resolution							No
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote e-Voting	55,57,730	55,57,730	100.0000	55,57,730	0	0.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		55,57,730	100.0000	55,57,730	0	0.0000
Public-Institutions	Remote e-Voting	4,28,764	1,50,000	34.9843	1,50,000	0	0.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		1,50,000	34.9843	1,50,000	0	0.0000
Public-Non Institutions	Remote e-Voting	14,26,030	1,57,595	11.0513	1,57,595	0	0.0000
	e-Voting at AGM		1,22,181	8.5679	1,22,180	1	0.0008
	Total		2,79,776	19.6192	2,79,775	1	0.0004
Total		74,12,524	59,87,506	80.7755	59,87,505	1	0.00002

3. Ordinary Resolution: Appointment of Statutory Auditors and fix their remuneration.

Whether promoter/ promoter group are intersted in the Agenda/resolution							No
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote e-Voting	55,57,730	55,57,730	100.0000	55,57,730	0	0.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		55,57,730	100.0000	55,57,730	0	0.0000
Public-Institutions	Remote e-Voting	4,28,764	1,50,000	34.9843	1,50,000	0	0.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		1,50,000	34.9843	1,50,000	0	0.0000
Public-Non Institutions	Remote e-Voting	14,26,030	1,57,595	11.0513	1,57,595	0	0.0000
	e-Voting at AGM		1,22,181	8.5679	1,22,180	1	0.0008



Institutions	Total		2,79,776	19.6192	2,79,775	1	0.0004
Total		74,12,524	59,87,506	80.7755	59,87,505	1	0.00002

4. Special Resolution: To Approve the Appointment of Mr. Sanjeev Mittal (DIN: 00223108) as a Director of the Company in the category of Non Executive Independent Director of the Company.

Whether promoter/ promoter group are intersted in the Agenda/resolution							No
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote e-Voting	55,57,730	55,57,730	100.0000	55,57,730	0	0.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		55,57,730	100.0000	55,57,730	0	0.0000
Public-Institutions	Remote e-Voting	4,28,764	1,50,000	34.9843	1,50,000	0	0.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		1,50,000	34.9843	1,50,000	0	0.0000
Public-Non Institutions	Remote e-Voting	14,26,030	1,57,595	11.0513	1,57,595	0	0.0000
	e-Voting at AGM		1,22,181	8.5679	1,22,180	1	0.0008
	Total		2,79,776	19.6192	2,79,775	1	0.0004
Total		74,12,524	59,87,506	80.7755	59,87,505	1	0.00002

5. Special Resolution: To enter into a Supplement Loan Agreement u/s 62(3) of the Companies Act, 2013

Whether promoter/ promoter group are intersted in the Agenda/resolution							No
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote e-Voting	55,57,730	55,57,730	100.0000	55,57,730	0	0.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		55,57,730	100.0000	55,57,730	0	0.0000
Public-Institutions	Remote e-Voting	4,28,764	1,50,000	34.9843	0	150000	100.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		1,50,000	34.9843	0	150000	100.0000



Public-Non Institutions	Remote e-Voting	14,26,030	1,57,595	11.0513	1,57,545	50	0.0317
	e-Voting at AGM		1,22,181	8.5679	1,22,180	1	0.0008
	Total		2,79,776	19.6192	2,79,725	51	0.0182
Total		74,12,524	59,87,506	80.7755	58,37,455	1,50,051	2.50607

6. Ordinary Resolution: To increase and reclassify the authorised share capital of the company and consequent amendment in memorandum of association of the company

Whether promoter/ promoter group are intersted in the Agenda/resolution							No
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote e-Voting	55,57,730	55,57,730	100.0000	55,57,730	0	0.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		55,57,730	100.0000	55,57,730	0	0.0000
Public-Institutions	Remote e-Voting	4,28,764	1,50,000	34.9843	0	150000	100.0000
	e-Voting at AGM		0	0.0000	0	0	0.0000
	Total		1,50,000	34.9843	0	150000	100.0000
Public-Non Institutions	Remote e-Voting	14,26,030	1,57,595	11.0513	1,57,595		0.0000
	e-Voting at AGM		1,22,181	8.5679	1,22,180	1	0.0008
	Total		2,79,776	19.6192	2,79,775	1	0.0004
Total		74,12,524	59,87,506	80.7755	58,37,505	1,50,001	2.50523



SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
e-mail : contact@cssanjaygrover.in
website : www.cssanjaygrover.in

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended]

To,

The Chairman

MPDL LIMITED

(CIN: L70102HR2002PLC097001)

11/7, Mathura Road, Sector 37

Faridabad, Haryana- 121003

Dear Sir,

I, Devesh Kumar Vasisht, Partner of M/s Sanjay Grover & Associates, Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of MPDL Limited (Formerly known as Monnet Project Developers Limited) ("the Company") in its meeting held on 10.08.2022 for the purpose of scrutinizing the voting process i.e. remote e-Voting and e-Voting at 20th Annual General Meeting ("AGM") under the provisions of Section 108 of the Act, read with the Rules and General Circular Nos. 14/2020, 17/2020, 20/2020, 22/2020 , 33/2020, 39/2020 02/2021 & 02/2022 issued by the Ministry of Corporate Affairs ("MCA") on April 08, 2020, April 13, 2020, May 05, 2020, June 15, 2020 , September 28, 2020 ,December 31, 2020, January 13, 2021 and May 5, 2022 respectively and SEBI Circulars dated May 12, 2020 and January 15, 2021 and May 13, 2022 ("MCA & SEBI Circulars") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") and other applicable laws and regulations (including any statutory modifications or re-enactments thereof, for the time being in force) in respect of the resolutions as mentioned in the Notice dated August 10, 2022 ('AGM Notice') for AGM of the Company held on Wednesday, 28th September, 2022 at 03:30 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM):



I submit my report as under:-

1. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder (ii) the MCA & SEBI Circulars; and (iii) the LODR Regulations related to e-voting in respect of the resolutions contained in the AGM Notice and also for ensuring a secured framework for e-voting.
2. My responsibility as Scrutinizer for e-Voting at the AGM and remote e-voting is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice, based on the reports generated from the e-voting system provided by NSDL.
3. The remote e-voting period commenced on 25th September, 2022 at 09:00 A.M. and ends on 27th September, 2022 at 05:00 P.M. via e-voting platform on the designated website of National Securities Depositories Limited ("NSDL"), Authorized Agency to provide e-voting facility viz.: <https://www.evoting.nsdl.com>. The company also provided e-voting facility to the members who participated / attended through VC/OAVM to enable such members to cast their votes, if they had not cast their vote earlier through remote e-Voting.
4. The members of the company as on the "Cut-off Date" i.e. Wednesday, 21st September, 2022 were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolutions as set out in the AGM Notice.
5. The total paid up Equity Share Capital of the Company as on "Cut-off Date" was Rs.7,41,25,240/- (Rupees Seven Crore Forty One Lakh Twenty Five Thousand Two Hundred and Forty Only) divided into 74,12,524/- (Seventy Four Lakh Twelve Thousand Five Hundred and Twenty Four) equity shares of Rs. 10/- (Rupees Ten Only) each.
6. After completion of e-Voting at the AGM, the vote cast by the members through e-voting at the AGM and through remote e-voting was unblocked in the presence of two witnesses i.e. Mr. Rizwan Khan and Mr. Sujeet Kumar who are not in the employment of the Company.


Mr. Rizwan Khan


Mr. Sujeet Kumar



7. The data of remote e-voting and e-voting at the AGM was diligently scrutinized and reconciled with the records maintained by the MCS Share Transfer Agent Ltd, Registrar and Share Transfer Agent ("RTA"). Detailed register was maintained containing the summary of results of remote e-voting and e-voting at AGM.
8. The consolidated summary of results of e-Voting at AGM and remote e-Voting are as under:

Resolution No. 1: To receive, consider and adopt:

- a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon.
- b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Report of the Auditors thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	1,22,180	58,65,325	59,87,505	99.99998
Dissent	1	0	1	0.00002
Total	1,22,181	58,65,325	59,87,506	100

The Resolution No.1 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-A**



Resolution No. 2: To appoint a Director in place of Mr. Bishwa Nath Chatterjee (DIN: 08359823), who retires by rotation and being eligible, offers himself for reappointment.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	1,22,180	58,65,325	59,87,505	99.99998
Dissent	1	0	1	0.00002
Total	1,22,181	58,65,325	59,87,506	100

The Resolution No.2 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-B.**

Resolution No. 3: Appointment of Statutory Auditors and fix their remuneration.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	1,22,180	58,65,325	59,87,505	99.99998
Dissent	1	0	1	0.00002
Total	1,22,181	58,65,325	59,87,506	100

The Resolution No.3 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-C.**



Resolution No. 4: To Approve the Appointment of Mr. Sanjeev Mittal (DIN: 00223108) as a Director of the Company in the category of Non-Executive Independent Director of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	1,22,180	58,65,325	59,87,505	99.99998
Dissent	1	0	1	0.00002
Total	1,22,181	58,65,325	59,87,506	100

The Resolution No.4 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-D.**

Resolution No. 5: To enter into a Supplement Loan Agreement u/s 62(3) of the Companies Act, 2013

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	1,22,180	57,15,275	58,37,455	97.49393
Dissent	1	150,050	1,50,051	2.50607
Total	1,22,181	58,65,325	59,87,506	100

The Resolution No.5 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-E.**



Resolution No. 6- To increase and reclassify the authorised share capital of the company and consequent amendment in memorandum of association of the company

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	1,22,180	57,15,325	58,37,505	97.49477
Dissent	1	1,50,000	1,50,001	2.50523
Total	1,22,181	58,65,325	59,87,506	100

The Resolution No.6 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-F**.

9. The register containing the details of remote e-voting and e-voting at the AGM is under my safe custody and will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

For SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

(Devesh Kumar Vasisht)

Partner

CP No.:13700/ Mem No. F8488

UDIN:F008488D001085091

Date: September 29, 2022

Place: New Delhi



Countersigned by

(Bishwa Nath Chatterjee)

Chairman

MPDL Limited

Date: Septmber 29, 2022

Place: Gurugram

Annexure-A

Details of e-voting at AGM & remote e-voting for Resolution No.-1 are as under:

A1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	4	1,22,181	12,21,810
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	4	1,22,181	12,21,810
d) Votes with Assent	3	1,22,180	12,21,800
e) Votes with Dissent	1	1	10

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	31	58,65,325	5,86,53,250
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	31	58,65,325	5,86,53,250
d) Votes with Assent	31	58,65,325	5,86,53,250
e) Votes with Dissent	0	0	0



Annexure-B

Details of e-Voting at AGM & remote e-Voting for Resolution No.-2 are as under:

B1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	4	1,22,181	12,21,810
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	4	1,22,181	12,21,810
d) Votes with Assent	3	1,22,180	12,21,800
e) Votes with Dissent	1	1	10

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	31	58,65,325	5,86,53,250
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	31	58,65,325	5,86,53,250
d) Votes with Assent	31	58,65,325	5,86,53,250
e) Votes with Dissent	0	0	0



Annexure-C

Details of e-Voting at AGM & remote e-Voting for Resolution No.-3 are as under:

C1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	4	1,22,181	12,21,810
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	4	1,22,181	12,21,810
d) Votes with Assent	3	1,22,180	12,21,800
e) Votes with Dissent	1	1	10

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	31	58,65,325	5,86,53,250
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	31	58,65,325	5,86,53,250
d) Votes with Assent	31	58,65,325	5,86,53,250
e) Votes with Dissent	0	0	0



Annexure-D

Details of e-Voting at AGM & remote e-Voting for Resolution No.-4 are as under:

D1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Païd-up value of the Equity Shares
			(In Rs.)
a)Total Votes received	4	1,22,181	12,21,810
b)Less: Invalid Votes	-	-	-
c) Net Valid Votes	4	1,22,181	12,21,810
d) Votes with Assent	3	1,22,180	12,21,800
e) Votes with Dissent	1	1	10

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	31	58,65,325	5,86,53,250
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	31	58,65,325	5,86,53,250
d) Votes with Assent	31	58,65,325	5,86,53,250
e) Votes with Dissent	0	0	0



Annexure-E

Details of e-Voting at AGM & remote e-Voting for Resolution No.-5 are as under:

E1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	4	1,22,181	12,21,810
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	4	1,22,181	12,21,810
d) Votes with Assent	3	1,22,180	12,21,800
e) Votes with Dissent	1	1	10

E2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	31	58,65,325	5,86,53,250
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	31	58,65,325	5,86,53,250
d) Votes with Assent	29	57,15,275	5,71,52,750
e) Votes with Dissent	2	1,50,050	15,00,500



Annexure-F

Details of e-Voting at AGM & remote e-Voting for Resolution No.-6 are as under:

F1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	4	1,22,181	12,21,810
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	4	1,22,181	12,21,810
d) Votes with Assent	3	1,22,180	12,21,800
e) Votes with Dissent	1	1	10

F2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	31	58,65,325	5,86,53,250
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	31	58,65,325	5,86,53,250
d) Votes with Assent	30	57,15,325	5,71,53,250
e) Votes with Dissent	1	1,50,000	15,00,000

