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MPDL\CS\2022-23\MH\

March 24, 2023

**DGM – Deptt. of Corporate Services**  
Bombay Stock Exchange Ltd.,  
Phiroze Jeejibhoy Towers, Dalal Street,  
Mumbai - 400 001

Scrip Code – 532723

**SUB: Voting Results and Consolidated Scrutinizer's Report of Extra Ordinary  
General Meeting**

Dear Sir/ Madam,

With respect to the Extra Ordinary General Meeting of the Company held on Thursday, 23<sup>rd</sup> March, 2023, please find attached herewith the following:

1. Voting Results of the Extra Ordinary General Meeting in compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 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**

**Rinkal**

**Company Secretary & Compliance officer**  
**M.No A55732**

<b>General information about company</b>	
Scrip code	532723
NSE Symbol	
MSEI Symbol	
ISIN	INE493H01014
Name of the company	MPDL Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-03-2023
Start time of the meeting	04:00 PM
End time of the meeting	04:31 PM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Neeraj Arora
Firms Name	Neeraj Arora & Associates
Qualification	CS
Membership Number	10781
Date of Board Meeting in which appointed	24-02-2023
Date of Issuance of Report to the company	24-03-2023

<b>Voting results</b>	
Record date	16-03-2023
Total number of shareholders on record date	2146
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	18
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment of Mr. Santosh Kumar Jha (DIN: 10052694), as a Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5557730	5557730	100	5557730	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5557730	5557730	100	5557730	0	100
Public- Institutions	E-Voting	404097	150000	37.1198	150000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		404097	150000	37.1198	150000	0	100
Public- Non Institutions	E-Voting	1450697	322646	22.2408	322644	2	99.9994	0.0006
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1450697	322646	22.2408	322644	2	99.9994
Total		7412524	6030376	81.3539	6030374	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appoint Mr. Santosh Kumar Jha (DIN: 10052694), as a Whole-Time Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5557730	5557730	100	5557730	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5557730	5557730	100	5557730	0	100
Public- Institutions	E-Voting	404097	150000	37.1198	150000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		404097	150000	37.1198	150000	0	100
Public- Non Institutions	E-Voting	1450697	322646	22.2408	322644	2	99.9994	0.0006
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1450697	322646	22.2408	322644	2	99.9994
Total		7412524	6030376	81.3539	6030374	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment of Mr. Rajesh Paliwal (DIN: 03098155), as a Director & Chairman of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5557730	5557730	100	5557730	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5557730	5557730	100	5557730	0	100
Public- Institutions	E-Voting	404097	150000	37.1198	150000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		404097	150000	37.1198	150000	0	100
Public- Non Institutions	E-Voting	1450697	322646	22.2408	322644	2	99.9994	0.0006
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1450697	322646	22.2408	322644	2	99.9994
Total		7412524	6030376	81.3539	6030374	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the sale of Company's shareholding in Cambridge Construction Private Limited, a subsidiary company of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5557730	5557730	100	5557730	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5557730	5557730	100	5557730	0	100
Public- Institutions	E-Voting	404097	150000	37.1198	150000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		404097	150000	37.1198	150000	0	100
Public- Non Institutions	E-Voting	1450697	322646	22.2408	322644	2	99.9994	0.0006
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1450697	322646	22.2408	322644	2	99.9994
Total		7412524	6030376	81.3539	6030374	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

# NEERAJ ARORA & ASSOCIATES

COMPANY SECRETARIES

B-19/B, Somdutt Chambers - 1,  
Bhikaji Cama Place, New Delhi - 110 066  
M.: 9034793369, Tel.: (011) 4653 8651  
Email Id: csneerajarora@gmail.com, neerajarora.pcs@gmail.com

## 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: L51103CT1982PLC009717  
11/7, Mathura Road, Sector 37, Faridabad - 121003, Haryana

Dear Ma'am,

I, Neeraj Arora, Proprietor of M/s Neeraj Arora & Associates, Practicing Company Secretaries having office at B-19/B, Somdutt Chambers-1, Bhikaji Cama Place, New Delhi - 110066, was appointed as Scrutinizer by the Board of Directors of **MPDL Limited** ("the Company") for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting during the Extra-Ordinary General Meeting ('EGM'), under the provisions of Section 108 of the Act read with the Rules and General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022 and 10/2022 dated December 28, 2022 respectively ("**MCA Circulars**") issued by the Ministry of Corporate Affairs ("**MCA**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing 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 Notice dated February 24, 2023 for EGM of the Company held on Thursday, 23<sup>rd</sup> day of March, 2023 at 04.00 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility.

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 Circulars; and (iii) the Listing Regulations related to e-voting in respect of the resolutions contained in the EGM Notice including the dispatch of notice to the shareholders and also for ensure a secured framework for e-voting.
2. My responsibility as Scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the EGM Notice, based on the report generated from the e-voting system provided by National Securities Depository Limited.
3. The remote e-voting period commenced on Monday, 20<sup>th</sup> March 2023 at 9.00 A.M. (IST) and ends on Wednesday, 22<sup>nd</sup> March 2023 at 5.00 P.M. (IST) via e-voting platform on the designated website of National Securities Depository Limited, Authorized Agency to provide e-voting facility i.e. [https:// www.evoting.nsdl.co.in](https://www.evoting.nsdl.co.in). and the Company provided e-voting facility to the Members who participated/ attended the EGM through VC/OAVM to enable such Members to cast their vote at the EGM, 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. Thursday, 16<sup>th</sup> March, 2023, were entitled to avail the facility of remote e-voting as well as e-voting at EGM (herein collectively referred as "e-votes/ e-voting") on the proposed resolutions as set out in the EGM Notice.
5. After completion of e-voting at the EGM, the e-votes cast by the shareholders were unblocked in the presence of two witnesses i.e. Mr. Rustam and Mr. Siddharth Kumar who are not in the employment of the Company and have signed below:

Rustam



Siddharth Kumar



6. The data of e-votes was diligently scrutinized and reconciled with the records maintained by the MCS Share Transfer Agent Limited, Registrar and Share Transfer Agent ("RTA") of the Company. Detailed registers were maintained containing the summary of results of remote e-voting.



7. The consolidated summary of results of e-voting are as under:

**Resolution No. 1:** To approve the appointment of Mr. Santosh Kumar Jha (DIN: 10052694), as a Director of the Company

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at EGM	Remote E-voting	Total	
Assent	0	60,30,374	60,30,374	100.00
Dissent	0	2	2	0.00
Total	0	60,30,376	60,30,376	100.00

Therefore, the Resolution No. 1 has been approved with requisite majority and further details of e-votes are given in Annexure-A.

**Resolution No. 2:** To approve the appoint Mr. Santosh Kumar Jha (DIN: 10052694), as a Whole-Time Director of the Company

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at EGM	Remote E-voting	Total	
Assent	0	60,30,374	60,30,374	100.00
Dissent	0	2	2	0.00
Total	0	60,30,376	60,30,376	100.00

Therefore, the Resolution No. 2 has been approved with requisite majority and further details of e-votes are given in Annexure-B.



**Resolution No. 3:** To approve the appointment of Mr. Rajesh Paliwal (DIN: 03098155), as a Director & Chairman of the Company

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at EGM	Remote E-voting	Total	
Assent	0	60,30,374	60,30,374	100.00
Dissent	0	2	2	0.00
Total	0	60,30,376	60,30,376	100.00

Therefore, the Resolution No. 3 has been approved with requisite majority and further details of e-votes are given in **Annexure-C**.

**Resolution No. 4:** To approve the sale of Company's shareholding in Cambridge Construction Private Limited, a subsidiary company of the Company

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at EGM	Remote E-voting	Total	
Assent	0	60,30,374	60,30,374	100.00
Dissent	0	2	2	0.00
Total	0	60,30,376	60,30,376	100.00

Therefore, the Resolution No. 4 has been approved with requisite majority and further details of e-votes are given in **Annexure-D**.



Thanking You,

**For NEERAJ ARORA & ASSOCIATES  
COMPANY SECRETARIES**



Neeraj Arora  
Scrutinizer  
CP No.: 16186  
UDIN: F010781D003313740  
March 24, 2023  
New Delhi

**Countersigned by**

Mr. Rajesh Paliwal  
Chairman  
March 24, 2023

**Annexure - A**

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

**A1. VOTING THROUGH E-VOTING AT EGM:**

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	0	0	0
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	0	0	0
d) Votes with Assent	0	0	0
e) Votes with Dissent	0	0	0

**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	33	60,30,376	6,03,03,760
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	33	60,30,376	6,03,03,760
d) Votes with Assent	31	60,30,374	6,03,03,740
e) Votes with Dissent	2	2	20



**Annexure - B**

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

**B1. VOTING THROUGH E-VOTING AT EGM:**

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	0	0	0
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	0	0	0
d) Votes with Assent	0	0	0
e) Votes with Dissent	0	0	0

**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	33	60,30,376	6,03,03,760
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	33	60,30,376	6,03,03,760
d) Votes with Assent	31	60,30,374	6,03,03,740
e) Votes with Dissent	2	2	20



**Annexure - C**

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

**C1. VOTING THROUGH E-VOTING AT EGM:**

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	0	0	0
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	0	0	0
d) Votes with Assent	0	0	0
e) Votes with Dissent	0	0	0

**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	33	60,30,376	6,03,03,760
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	33	60,30,376	6,03,03,760
d) Votes with Assent	31	60,30,374	6,03,03,740
e) Votes with Dissent	2	2	20



**Annexure - D**

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

**D1. VOTING THROUGH E-VOTING AT EGM:**

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	0	0	0
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	0	0	0
d) Votes with Assent	0	0	0
e) Votes with Dissent	0	0	0

**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	33	60,30,376	6,03,03,760
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	33	60,30,376	6,03,03,760
d) Votes with Assent	31	60,30,374	6,03,03,740
e) Votes with Dissent	2	2	20

