

MPDL LIMITED

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MPDL\CS\2023-24\

September 29, 2023

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 21st Annual General Meeting

Dear Sir,

With respect to the 21st Annual General Meeting of the Company held on Thursday, 28th September, 2023, 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

BHUMIKA CHADHA
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO. A46115

Corporate office
Unit No-12, GF, Magnum Towers,
Tower-1, Sector - 58, Golf Course Extn.,
Gurugram 122011, Haryana

Registered office
11/7, Mathura Road
Sector 37, Faridabad-121003
Haryana

CIN: L70102HR2002PLC097001
PAN: AADCM3323Q
GST Haryana : 06AADCM3323Q1ZA
GST Delhi : 07AADCM3323Q1Z8

Tel. : 0124-4222434-35
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Annex I

MPDL 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								24/09/2023
Total number of shareholders on Cut-Off date i.e. September 21, 2023								2,159
No. of shareholders present in the meeting either in person or through Proxy:								NA
Promoters and Promoters Group:								
Public:								
No. of Shareholders attended the meeting through Video Conferencing								6
Promoters and Promoters Group:								18
Public:								
1. Ordinary Resolution To receive, consider and adopt:								
a) The Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023 alongwith 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, 2023 together with the Report of the Auditors thereon.								
Whether promoter/ promoter group are interested in the Agenda/resolution								
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 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
Promoters and Promoter Group	Remote e-Voting		55,57,730	100.0000	55,57,730	-	100.0000	0.0000
	e-Voting at AGM	55,57,730		0.0000	-	-	0.0000	0.0000
	Total		55,57,730	100.0000	55,57,730	-	100.0000	0.0000
Public-Institutions	Remote e-Voting			0.0000	-	-	0.0000	0.0000
	e-Voting at AGM	4,04,097		0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Public-Non institutions	Remote e-Voting		3,26,246	22.4889	3,25,927	319	99.9022	0.0978
	e-Voting at AGM	14,50,697		0.0000	-	-	0.0000	0.0000
	Total		3,26,246	22.4889	3,25,927	319	99.9022	0.0978
Total		74,12,524	58,83,976	79.3788	58,83,657	319	99.9946	0.0054
2. Ordinary Resolution To appoint a Director in place of Mr. Rajesh Pathwal (DIN: 03098155), who retires by Rotation and being eligible offers himself for re-appointment.								
Whether promoter/ promoter group are interested in the Agenda/resolution								
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 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
Promoters and Promoter Group	Remote e-Voting		55,57,730	100.0000	55,57,730	-	100.0000	0.0000
	e-Voting at AGM	55,57,730		0.0000	-	-	0.0000	0.0000
	Total		55,57,730	100.0000	55,57,730	-	100.0000	0.0000
Public-Institutions	Remote e-Voting			0.0000	-	-	0.0000	0.0000
	e-Voting at AGM	4,04,097		0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Public-Non Institutions	Remote e-Voting		3,26,246	22.4889	3,25,927	319	99.9022	0.0978
	e-Voting at AGM	14,50,697		0.0000	-	-	0.0000	0.0000
	Total		3,26,246	22.4889	3,25,927	319	99.9022	0.0978
Total		74,12,524	58,83,976	79.3788	58,83,657	319	99.9946	0.0054

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") read with relevant Circulars issued by Ministry of Corporate Affairs ("MCA") & Securities and Exchange Board of India ("SEBI")]

To,

The Chairman

MPDL LIMITED

(CIN: L70102HR2002PLC097001)

11/7, Mathura Road, Sector 37

Faridabad, Haryana- 121003

Dear Sir,

I, Kapil Dev Taneja, 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 ("the Company") in its meeting held on 11th August, 2023 for the purpose of scrutinizing the voting process i.e. remote e-voting and e-voting at 21st Annual General Meeting ("AGM") under the provisions of Section 108 of the Act, read with the Rules and General Circular Nos. 20/2020 & 10/2022 issued by the Ministry of Corporate Affairs ("MCA") on May 5, 2020 and December 28, 2022 respectively and SEBI Circulars dated 05 January, 2023 and other applicable circulars issued from time to time ("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 11, 2023 ('AGM Notice') for AGM of the Company held on Wednesday, 28th September, 2023 at 03:30 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM):

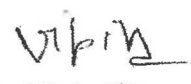


I submit my report as under:-

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, 2023 at 09:00 A.M. and ends on 27th September, 2023 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. Thursday, 21st September, 2023 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 21st September, 2023 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. Ayush Arya and Mr. Vipin Dhameja who are not in the employment of the Company.




Mr. Ayush Arya


Mr. Vipin Dhameja

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, 2023 alongwith 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, 2023 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	0	58,83,657	58,83,657	99.9946
Dissent	0	319	319	0.0054
Total	0	58,83,976	58,83,976	100.00

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**



SANJAY GROVER & ASSOCIATES

Resolution No. 2- To appoint a Director in place of Mr. Rajesh Paliwal (DIN: 03098155), who retires by Rotation and being eligible offers himself for re-appointment.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	0	58,83,657	58,83,657	99.9946
Dissent	0	319	319	0.0054
Total	0	58,83,976	58,83,976	100.00

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.**

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

Countersigned by



(Kapil Dev Taneja)

Partner

CP No.: 22944

UDIN: F004019E001132443

Date: September 29, 2023

Place: New Delhi



(Rajesh Paliwal)

Chairman

MPDL Limited

Date: September 29, 2023

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	0	0	0
b) Less: Invalid Votes	-	-	-
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 voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total Votes received	39	58,83,976	5,88,39,760
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	39	58,83,976	5,88,39,760
d) Votes with Assent	35	58,83,657	5,88,36,570
e) Votes with Dissent	4	319	3,190



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	0	0	0
b) Less: Invalid Votes	-	-	-
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 voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total Votes received	39	58,83,976	5,88,39,760
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	39	58,83,976	5,88,39,760
d) Votes with Assent	35	58,83,657	5,88,36,570
e) Votes with Dissent	4	319	3,190

