Date: June 27, 2022

The Manager - Listing Department	The Manager - Listing Department
National Stock Exchange of India Limited	BSE Limited
Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G	Phiroze Jeejeebhoy Towers, Dalal Street,
Block, Bandra Kurla Complex, Bandra (East),	Mumbai - 400 001
Mumbai - 400 051	
NSE Symbol: MPSLTD	BSE Scrip Code: 532440

Dear Sirs,

Subject: Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Proceedings and details of the Voting Results of the 52<sup>nd</sup> Annual General Meeting of the Company

The 52<sup>nd</sup> Annual General Meeting ("AGM") of the Company was held on Monday, June 27, 2022 at 11:30 a.m. (IST) and concluded at 12:27 p.m. (IST) through Video Conferencing (VC) / Other Audio Video Means (OAVM).

In this regard, we are enclosing the following:

- a. Proceedings of the AGM pursuant to Regulation 30 of the Listing Regulations Annexure-A.
- b. The voting results of the business transacted at the AGM in the prescribed format pursuant to Regulation 44(3) of the Listing Regulations - Annexure-B.
- c. The consolidated report of the Scrutinizer on remote e-voting prior and during the AGM -Annexure-C.

The above are also being uploaded on the Company's website www.mpslimited.com and on the website of Central Depository Services (India) limited i.e. www.evotingindia.com.

Please take the above information and enclosed documents on your record.

Thanking you,

Yours faithfully, For MPS Limited

Sunit Malhotra

CFO & Company Secretary

# **ANNEXURE-A**

	Details of th	e proceedings of the	52 <sup>nd</sup> AGM		
S.No.	Particulars	Details			
1	Date of AGM	June 27, 2022			
2	Total number of shareholders as on	15,403 number of sh	nareholders a	s on cut-off da	ite i.e.
	cut-off date	June 20, 2022.			
3	No. of Shareholders present in the				
	AGM either in person or through				
	proxy:	Not applicable as th			deo Conferencing
		(VC) / Other Audio V	ideo Means (	OAVM).	
	Promoters and Promoter Group:				
	Public:				
4	No. of Shareholders attended the				
	AGM through Video Conferencing:				
	Promoters and Promoter Group:	1 (One only)			
	Public:	55 (Fifty Five only)			
		Outcome of the 52nd	AGM		
S.No.	Business Transacted at the AGM		Resolution	Mode of	Remarks
			Required	Voting	
			(Ordinary/		
			Special)		
1	To receive, consider and adopt:		Ordinary		Passed with
	a. the Audited Standalone Financi		1		requisite
	Company for the financial year e		1		majority
	together with the Reports of the	ne Board of Directors	5		
	and the Auditors thereon; and			Remote	
	b. the Audited Consolidated Finance		1	e-voting	
	Company for the financial year of			prior and	
	together with the Reports of the	ne Board of Directors	s	during the	
	and the Auditors thereon.	0/027/22	ļ	AGM	
2	To appoint Ms. Yamini Tandon (I				Passed with
	Executive Director, who retires by	The state of the s	3		requisite
	eligible, offers herself for re-appoints		0.4	_	majority
3	To declare a Final Dividend of INR 3				Passed with
	per Equity Shares of INR 10 each	for the financial yea	η		requisite
	2021- 22.				majority



Number of Shareholders as on the Evoting cut of date: 15,403

 Adoption of Audited Standalone and Consolidated Financial Statements together with the Reports of the Board of Directors and Auditor's thereon for the financial year 31st March, 2022

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interest	ested in the agenda/resolution?							
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	11690615	11690615	100	11690615	0	100	
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL	11690615	11690615	100	11690615	0	100	
PUBLIC-INSTITUTIONS	E-VOTING	927378	431519	46.53	431519	0	100	
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL	927378	431519	46.53	431519	0	100	
PUBLIC-NON INSTITUTIONS	E-VOTING	4487823	3915	0.09	3912	3	99.92	0.0
	POLL		0	0	0	0	0	
P	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		25	. 0	25	0	100	
	SUB TOTAL	4487823	3940	0.09	3937	3	99.92	0.0
GRAND TOTAL		17105816	12126074	70.89	12126071	3	100	

2. Re-appointment of Ms. Yamini Tandon (DIN: 06937633), Non Executive Director retiring by rotation and being eligible offers herself for re-appointment as Director

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interest	ested in the agenda/resolution?							
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	11690615	11690615	100	11690615	0	100	
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL	11690615	11690615	100	11690615	0	100	
	E-VOTING	927378	431519	46.53	144367	287152	33.46	66.5
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL	927378	431519	46.53	144367	287152	33.46	66.5
PUBLIC-NON INSTITUTIONS	E-VOTING	4487823	3915	0.09	3895	20	99.49	0.5
	POLL		0	0	0	0	0	
P	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		25	0	25	0	100	
	SUB TOTAL	4487823	3940	0.09	3920	20	99.49	0.5
GRAND TOTAL		17105816	12126074	70.89	11838902	287172	97.63	2.3

 Declaration of Final Dividend of Rs. 30 per Equity shares for the Financial year ended 31st March, 2022

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are inter	ested in the agenda/resolution?							
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	11690615	11690615		11690615	0	100	(1) (812) 100
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL	11690615	11690615	100	11690615	0	100	
	E-VOTING	927378	431519	46.53	431519	0	100	
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL	927378	431519	46.53	431519	0	100	
PUBLIC-NON INSTITUTIONS	E-VOTING	4487823	3915	0.09	3912	3	99.92	0.0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		25	0	25	0	100	
	SUB TOTAL	4487823	3940	0.09	3937	3	99.92	0.0
GRAND TOTAL		17105816	12126074	70.89	12126071	3	100	





New No. 44, Old No. 25, Flat No.3, Thiruvarangam Apartments, 1st Floor, Unnamalai Ammal Street, T-Nagar, Chennai -600 017. Phone: 044 - 42166988

email: sridharan.r@aryes.in web: www.aryes.in

# **Consolidated Scrutinizer's Report**

27th June, 2022

The Chairman
MPS Limited,
RR Tower IV, Super A, 16/17,
Thiru-Vi-Ka Industrial Estate,
Guindy,Chennai - 600 032

Ref: 52<sup>nd</sup> Annual General Meeting (AGM) of the Members of the MPS Limited held on 27<sup>th</sup> June, 2022 at 11:30 A.M. (IST) by way of Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of MPS LIMITED vide resolution dated 17<sup>th</sup> May, 2022, pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 5, 2022 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Friday, 24<sup>th</sup> June, 2022 (09.00 A.M.) (IST) to Sunday, 26<sup>th</sup> June, 2022 (5.00 P.M.) (IST) and through electronic voting system (e-voting)during the 52<sup>nd</sup> Annual General Meeting (AGM) of the members of the Company, held on Monday, 27<sup>th</sup> June, 2022 at 11:30 A.M.(IST) by way of Video Conferencing ("VC") /OAVM.

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52ND AGM - CONSOLIDATED SCRUTINIZER'S REPORT - MPS LIMITED

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We now submit our Consolidated Report as under:

- 1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.
- The Company has availed remote e-voting system and electronic voting system at the AGM provided by Central Depository Services (India) Limited (CDSL) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
- 3. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility provided by CDSL. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- 4. We have scrutinized and reviewed the remote e-voting system, electronic voting system after conclusion of the AGM. We have unblocked the votes cast by the members through remote e-voting system and electronic voting system in the presence of two witnesses Mr. K Satheesh and Ms. F Shazia Shabnam, who are not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and e-voting at the AGM are based on the data downloaded from the official website of CDSL.
- 5. Based on the data downloaded from the Official website of CDSL for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system, we now submit our consolidated report (Remote e-voting, Electronic Voting System) as under:

Item No. 1-Adoption of Audited Standalone and Consolidated Financial Statements together with Reports of the Board of Directors and Auditor's thereon for the financial year ended 31<sup>st</sup> March, 2022.

## **ORDINARY RESOLUTION**

# (i) Votes in **favour** of the resolution:

Number Members voted Remote E-Voting	of in	Number votes (Shares) Remote E-Voting		Number Members through voting	of voted E-	Number votes (Shares) through voting	of cast E-	Total Number of votes cast through Remote E-Voting and E- voting	% of total number of valid votes cast
39		12126	046	1		25		12126071	99.99998

## (ii) Votesagainst the resolution:

E- Voting		E-Voting			voting	E-	Remote E-Voting and voting	
Number Members voted Remote	of in	votes cas (Shares) Remote	f Number t Members - through E-	voted	(Shares) through	of cast E-	Number of votes cast through	

# (iii) Invalid Votes:

members	Number votes (Shares) Remote E- Voting	cast	Number Members through E-v	voted	cast	of votes (Shares) E-voting	votes throug	gh Ren ting and	cast note
NIL	NIL		NIL		N	IIL		NIL	

#### **RESULT**:

As the number of votes cast in favour of the resolution is more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.

52ND AGM - CONSOLIDATED SCRUTINIZER'S REPORT - MPS LIMITED

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Item No. 2 – Re-appointment of Ms. Yamini Tandon (DIN: 06937633), Non-Executive Director retiring by rotation and being eligible offers herself for re-appointment as a Director.

## **ORDINARY RESOLUTION**

#### (i) Votes in **favour** of the resolution:

Number	of	Number	of	Number	of	Number	of	Total	% of total
Members		votes	cast	Members	voted	votes	cast	Number of	number of
voted	in	(Shares)	_	through	E-	(Shares)		votes cast	valid votes
Remote		Remote		voting		through	E-	through	cast
E-Voting		E-Voting				voting		Remote	
								E-Voting	
								and E-	
								voting	
22		11020	277			25		11020002	07 62170
32		11838	3//	1		25		11838902	97.63178
	Members voted Remote	Members voted in Remote E-Voting	Members votes (Shares) Remote E-Voting E-Voting	Members votes cast (Shares) – Remote E-Voting E-Voting	Members voted in Remote E-Voting Votes cast (Shares) - Remote E-Voting Remote E-Voting Remote E-Voting	Members votes cast (Shares) - Remote E-Voting E-Voting Members voted through E-voting	Members voted in Remote E-Voting votes cast (Shares) - Remote E-Voting E-Voting votes (Shares) through voting	Members voted in (Shares) - Remote E-Voting E-Voting Remote E-	Members voted in (Shares) - Remote E-Voting E-Voting E-Voting E-Voting E-Voting E-Voting E-Voting E-Voting E-Voting Remote E-V

# (ii) Votes against the resolution:

10	-	871	72	0		0		voting 287172	2.36	822
								E-Voting and E-		
E- Voting	E-V	oting	9			voting		Remote		
Remote	Rer	note				through	E-	through	cast	
voted in	n (Sh	ares	) –	through E-	voting	(Shares)		votes cast	valid	votes
Members	vot	es	cast	Members	voted	votes	cast	Number of	numbe	er of
Number o	f Nur	nber	of	Number	of	Number	of	Total	% of	total

# (iii) Invalid Votes:

E- Voting NIL		E- Voting NIL		NIL		N	IL	voting	NIL	
Remote	111	Remote	_	tillough E-voc	ing	tillough	L-voung		ing and	
members		Number votes (Shares)	cast	Number Members vo through E-vot	oted	cast	of votes (Shares)	votes	C	ast

## **RESULT**:

As the number of votes cast in favour of the resolution is more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.

52<sup>ND</sup> AGM – CONSOLIDATED SCRUTINIZER'S REPORT – MPS LIMITED

# Item No. 3 - Declaration of final dividend of INR 30 (Rupees Thirty Only) per Equity Shares of INR 10 each for the financial year ended 31st March, 2022.

#### **ORDINARY RESOLUTION**

## (i) Votes in **favour** of the resolution:

Number	of	Number	of	Number	of	Number	of	Total	% of	total
Members		votes	cast	Members	voted	votes	cast	Number of	number	of
voted	in	(Shares)	_	through	E-	(Shares)		votes cast	valid v	otes
Remote		Remote		voting		through	E-	through	cast	
E-Voting		E-Voting				voting		Remote		
								E-Voting		
								and E-		
								voting		
39		121260	246			25		12126071	99.99	008
39		121200	J-40	_		25		121200/1	33.33	<b>770</b>

# (ii) Votes against the resolution:

E- Voting	E-Voting	0	voting	Remote E-Voting and E- voting	0.00002
Number of Members voted in Remote	Number of votes cast (Shares) – Remote		votes cast (Shares) through E-	votes cast through	% of total number of valid votes cast

## (iii) Invalid Votes:

NIL		NIL	NIL	N	IL	vocing	NIL	
Remote E- Voting		Remote E- Voting				E- Vo	ting and	E-
voted	in		through E-vo			through		
Number members	of	Number votes	 Number Members ve	Number cast	of votes (Shares)			of cast

#### **RESULT:**

As the number of votes cast in favour of the resolution is more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.

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- 6. A details containing a list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is enclosed.
- 7. The electronic data relating to remote e-voting and electronic voting system, all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

# Thanking you,

Yours faithfully,

# For R. Sridharan& Associates Company Secretaries

R Digitally signed by R SRIDHARAN Date: 2022.06.27 N 14:39:01 +05'30'

CS R. Sridharan CP No. 3239 FCS No. 4775 PR No. 657/2020

UDIN: F004775D000533512

