

Date: June 27, 2022

The Manager - Listing Department National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 NSE Symbol: MPPLTD	The Manager - Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 BSE Scrip Code: 532440
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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 52nd Annual General Meeting of the Company

The 52nd 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:

- Proceedings of the AGM pursuant to Regulation 30 of the Listing Regulations - Annexure-A.
- 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.
- 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 the proceedings of the 52 nd AGM				
S.No.	Particulars	Details		
1	Date of AGM	June 27, 2022		
2	Total number of shareholders as on cut-off date	15,403 number of shareholders as on cut-off date i.e. June 20, 2022.		
3	No. of Shareholders present in the AGM either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable as the AGM is held through Video Conferencing (VC) / Other Audio Video Means (OAVM).		
4	No. of Shareholders attended the AGM through Video Conferencing: Promoters and Promoter Group: Public:	1 (One only) 55 (Fifty Five only)		
Outcome of the 52 nd AGM				
S.No.	Business Transacted at the AGM	Resolution Required (Ordinary/ Special)	Mode of Voting	Remarks
1	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
2	To appoint Ms. Yamini Tandon (DIN: 06937633), Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment as a Director.	Ordinary		Passed with requisite majority
3	To declare a Final Dividend of INR 30 (Rupees Thirty only) per Equity Shares of INR 10 each for the financial year 2021- 22.	Ordinary		Passed with requisite majority



1. 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 interested 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	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	11690615	11690615	100	11690615	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	927378	431519	46.53	431519	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	927378	431519	46.53	431519	0	100	0
PUBLIC-NON INSTITUTIONS	E-VOTING	4487823	3915	0.09	3912	3	99.92	0.08
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		25	0	25	0	100	0
	SUB TOTAL	4487823	3940	0.09	3937	3	99.92	0.08
GRAND TOTAL		17105816	12126074	70.89	12126071	3	100	0

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 interested 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	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	11690615	11690615	100	11690615	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	927378	431519	46.53	144367	287152	33.46	66.54
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	927378	431519	46.53	144367	287152	33.46	66.54
PUBLIC-NON INSTITUTIONS	E-VOTING	4487823	3915	0.09	3895	20	99.49	0.51
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		25	0	25	0	100	0
	SUB TOTAL	4487823	3940	0.09	3920	20	99.49	0.51
GRAND TOTAL		17105816	12126074	70.89	11838902	287172	97.63	2.37

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 interested 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	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	11690615	11690615	100	11690615	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	927378	431519	46.53	431519	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	927378	431519	46.53	431519	0	100	0
PUBLIC-NON INSTITUTIONS	E-VOTING	4487823	3915	0.09	3912	3	99.92	0.08
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		25	0	25	0	100	0
	SUB TOTAL	4487823	3940	0.09	3937	3	99.92	0.08
GRAND TOTAL		17105816	12126074	70.89	12126071	3	100	0



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: 52nd Annual General Meeting (AGM) of the Members of the MPS Limited held on 27th 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 17th 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, 24th June, 2022 (09.00 A.M.) (IST) to Sunday, 26th June, 2022 (5.00 P.M.) (IST) and through electronic voting system (e-voting) during the 52nd Annual General Meeting (AGM) of the members of the Company, held on Monday, 27th June, 2022 at 11:30 A.M.(IST) by way of Video Conferencing ("VC") /OAVM.



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.
2. 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 31st March, 2022.

ORDINARY RESOLUTION

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

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
39	12126046	1	25	12126071	99.99998

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
3	3	0	0	3	0.00002

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E-voting
NIL	NIL	NIL	NIL	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.



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 Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
32	11838877	1	25	11838902	97.63178

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
10	287172	0	0	287172	2.36822

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	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. 2 as set out in the Notice of the AGM is passed with requisite majority.



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 Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
39	12126046	1	25	12126071	99.99998

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
3	3	0	0	3	0.00002

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	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. 3 as set out in the Notice of the AGM is passed with requisite majority.



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
SRIDHARA
N

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

**CS R. Sridharan
CP No. 3239
FCS No. 4775
PR No. 657/2020
UDIN: F004775D000533512**

