



**Ref.: MNIL/BSE/2024**

**Date: 12/09/2024**

To,

BSE LIMITED  
Department of Corporate Services  
25th Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400001

**Scrip Code: 539767 ISIN: INE216Q01010**

**Sub: Scrutinizer Report and details of Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sirs,

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Regulations”), please find enclosed following disclosures in relation to the 41<sup>st</sup> Annual General Meeting of the Company held on September 10<sup>th</sup>, 2024.

1. Voting Results in the format prescribed under Regulation 44 of SEBI Regulations; and
2. Scrutinizer’s Report on e-voting at AGM.

The above is for your information and kind records.

Thanking you,  
Yours faithfully,

**For Mega Nirman & Industries Limited**

KANIKA  
CHAWLA

Digitally signed by  
KANIKA CHAWLA  
Date: 2024.09.12 14:01:31  
+05'30'

**Kanika Chawla**  
**Company Secretary & Compliance Officer**

**Encl: a/a**

**MEGA NIRMAN & INDUSTRIES LIMITED**

811-812, Aggarwal Cyber Plaza-1, Netaji Subhash place, Pitampura, Delhi-110034.

Phone: 011 - 43590917|email: [secretarial.mnil@gmail.com](mailto:secretarial.mnil@gmail.com)

CIN: L70101DL1983PLC015425



**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended]

To,  
The Chairman of 41<sup>st</sup> Annual General Meeting of the members of **MEGA NIRMAN & INDUSTRIES LIMITED** held on Tuesday, the 10th day of September, 2024 at 11:00 A.M at **Maharaja Banquets, A- 1/20A, Paschim Vihar, (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi-110063.**

Dear Sir/Madam,

I, Apoorv Srivastava, Company Secretary in Practice, have been appointed as a "**Scrutinizer**" by the Board of Directors of **MEGA NIRMAN & INDUSTRIES LIMITED** ("**the company**") for the purpose of scrutinizing the voting process including remote e-voting and voting through poll at the AGM, under the provisions of section 108 and 109 of the Companies Act, 2013 (the Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and amendments thereon on the resolutions contained in the notice dated August 08<sup>th</sup>, 2024 calling the 41<sup>st</sup> Annual General Meeting ("**Notice**") convened on Tuesday, the 10th day of September, 2024 at 11:00 A.M at **Maharaja Banquets, A- 1/20A, Paschim Vihar, (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi-110063.**

**Management's Responsibility:**

1. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("**LODR**") relating to e-voting and poll on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**Scrutinizer's Responsibility:**

2. My responsibility as a scrutinizer for e-voting process and physical voting through ballots conducted at the AGM is restricted to making a Consolidated Scrutinizer's Report of the votes casted 'in favour' or 'against' the resolutions contained in the Notice, based on the reports generated from the e-voting system provided National Securities Depository Limited ('**NSDL**'), the authorized agency engaged by the Company to provide e-voting facilities for remote e-voting and also based on the physical voting through ballots conducted at the AGM.



**Authorised Agency:**

3. The company has engaged the services of National Securities Depository Limited ('NSDL') as the Authorised Agency to provide secured system for remote E-Voting process

**Cut-off date:**

4. The shareholders of the company holding shares as on the "cut-off" date (i.e. the record date) of Tuesday, 03rd September 2024 were entitled to vote on the resolutions forming part of the Notice of the AGM.

**Remote e-voting:**

5. The remote e-voting period began on Saturday, 07th September, 2024 at 09:00 A.M. and ends on 09th September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

6. After completion of voting at AGM the votes cast by members through voting at the AGM and through e-voting were unblocked in presence of two witness Ms. Priya Verma and Mr. Shaurya Pratap Singh who were not in employment of the Company. They have signed below in confirmation of votes being unblocked in their presence

  
(Priya Verma)

  
(Shaurya Pratap Singh)

7. In respect of the poll process conducted under my supervision, I hereby report that: -

(i) The poll box containing the poll papers was opened after the conclusion of the AGM in my presence.

(ii) The votes were counted and the result of the poll was prepared in my presence.

8. The voting facility (Through Polling Papers) was provided to all the shareholders who attended the AGM to vote on the Resolutions as contained in the notice of the 41<sup>st</sup> Annual General Meeting but not to those shareholders who have opted the facility to vote through remote e-voting prior to the meeting.

9. I did not find any poll paper invalid.

10. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the E-Voting website of National Securities Depository Limited and based on such reports the results of Remote e-voting and physical voting through ballot at AGM on each resolution are given hereunder:



## **Ordinary Business:**

### **1) Resolution No.1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, along with the Reports of the Board of Directors and Auditors thereon.

Voted in '**FAVOUR**' of the Resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
57	75576	8	68258	143834	99.97

Voted '**AGAINST**' the Resolution

Number of Members voted through E-voting	Number of votes cast in 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
14	35	0	0	35	0.024

Voted **INVALID: NIL**

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 1 of the Notice of the Annual General Meeting has been passed with requisite majority as an "Ordinary Resolution" within the meaning of Section 114(1) of the Companies Act, 2013.

### **2) Resolution No.2: Ordinary Resolution**

To appoint a Director in place of Mr. Anand Rai (DIN: 06855524) Executive Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible, offers himself for reappointment.

Voted in '**FAVOUR**' of the Resolution:



Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
57	75576	8	68258	143834	99.97

Voted '**AGAINST**' the Resolution

Number of Members voted through E-voting	Number of votes cast in 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
14	35	0	0	35	0.024

Voted **INVALID: NIL**

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 2 of the Notice of the Annual General Meeting has been passed with requisite majority as an "Ordinary Resolution" within the meaning of Section 114(1) of the Companies Act, 2013

**Special Business:**

**3) Resolution No.3: Ordinary Resolution**

**INCREASE IN AUTHORISED SHARE CAPITAL**

Voted in '**FAVOUR**' of the Resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
57	75576	8	68258	143834	99.97



Voted 'AGAINST' the Resolution

Number of Members voted through E-voting	Number of votes cast in 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
14	35	0	0	35	0.024

Voted INVALID: NIL

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 3 of the Notice of the Annual General Meeting has been passed with requisite majority as an "Ordinary Resolution" within the meaning of Section 114(1) of the Companies Act, 2013

**D) Resolution No.4: Special Resolution**

**RAISING OF FUNDS;**

Voted in 'FAVOUR' of the Resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
57	75576	8	68258	143834	99.97

Voted 'AGAINST' the Resolution

Number of Members voted through E-voting	Number of votes cast in 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
14	35	0	0	35	0.024

Voted INVALID: NIL



**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the special resolution are more than three times the votes cast against the resolution the proposed special resolution at Item No. 4 of the Notice of the Annual General Meeting has been passed with requisite majority as an "Special Resolution" within the meaning of Section 114(2) of the Companies Act, 2013

**E) Resolution No.5: Special Resolution**

**AMENDMENT OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION**

Voted in 'FAVOUR' of the Resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
57	75576	8	68258	143834	99.97

Voted 'AGAINST' the Resolution

Number of Members voted through E-voting	Number of votes cast in 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
14	35	0	0	35	0.024

Voted **INVALID: NIL**

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the special resolution are more than three times the votes cast against the resolution, the proposed special resolution at Item No. 5 of the Notice of the Annual General Meeting has been passed with requisite majority as a "Special Resolution" within the meaning of Section 114(2) of the Companies Act, 2013.

11. The above results may accordingly, be declared by the Chairman of the Company/ any person duly authorized by Chairman in writing. The Company is also hereby instructed to put up the results on its Website and also that of "NSDL" and inform the Stock Exchange, accordingly.



12. All the relevant records of e-voting and poll papers will remain in my safe custody until the Chairman considers, approves and sign the Minutes of the 40<sup>TH</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping

**Date:11/09/2024**

**Place: Kanpur**

**For Apoorv & Associates  
Company Secretaries**



**CS Apoorv Srivastava  
Proprietor**

**M. No.: F12734, C.P. No.: 21063**

**Unique Code Number S2018UP633000**

**Peer Review Certificate No:4064/2023**

**UDIN: F012734F001198556**

**Counter signed by**

**ANKAN GUPTA**

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**Chairman of the AGM of the Company**