



एमएसटीसी लिमिटेड

(भारत सरकार का उपक्रम)

MSTC LIMITED

(A Govt of India Enterprise)

CIN : L27320WB1964GOI026211

e-assuring
INDIA

MSTC/CS/SE/469

21st September, 2023

1. The Dy. Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001.
(Scrip Code: 542597)
2. The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai 400 051
(Scrip Code: MSTCLTD)

Dear Sirs,

Sub: Voting Results and Scrutinizer's Report of 58th AGM held on 20th September, 2023

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith result of voting (remote e-voting as well as e-voting during AGM) in the prescribed format alongwith Scrutiniser Report for the resolutions proposed at the Annual General Meeting held on 20th September, 2023 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The resolutions have been passed by the shareholders with requisite majority. The result of the voting and Report of the Scrutinizer is also being hosted on the website of the Company i.e. www.mstcindia.co.in and website of National Securities Depository Limited (e-voting agency) www.evoting.nsdl.com.

Thanking you,

Yours faithfully,
For MSTC Limited



(Ajay Kumar Rai)
Company Secretary & Compliance Officer

www.mstcindia.co.in / www.mstcecommerce.com

पंजीकृत कार्यालय : प्लॉट सं. सीएफ 18/2 मार्ग सं. 175 एक्शन एरिया 1 सी न्यूटाऊन कोलकाता 700156 प.ब.

Regd. Office : Plot No. CF18/2, Street No. 175, Action Area 1C, New Town, Kolkata-700156 W.B.

MSTC LIMITED AGM 2023

Date of the AGM:	20th September, 2023		
Total number of shareholders on record date:	50678	No. of Shares:	70400000
No. of Shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group :	NA	No. of Shares:	NA
Public :	NA	No. of Shares:	NA
No. of Shareholders attended the meeting through video conferencing:			
Promoters and Promoter Group :	1	No. of Shares:	45580800
Public :	85	No. of Shares:	670815
No. of resolution passed in the meeting	5		

Resolution No.:	1							
Type & Description of the Resolution:	Ordinary Resolution: To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board and the Auditors thereon and comments of the Comptroller and Auditor General of India.							
Whether promoter/ promoter group are interested in the resolution?	No							
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
				(3)=			(6)=	(7)=
		(1)	(2)	[(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		45580800	100.0000	45580800	0	100.0000	0.0000
	Poll	45580800	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	45580800	45580800	100.0000	45580800	0	100.0000	0.0000
Public – Institutional holders	E-Voting		1505667	48.8812	1505667	0	100.0000	0.0000
	Poll	3080261	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	3080261	1505667	48.8812	1505667	0	100.0000	0.0000
Public-Others	E-Voting		164399	0.7562	164267	132	99.9197	0.0803
	Poll	21738939	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	21738939	164399	0.7562	164267	132	99.9197	0.0803
GRAND TOTAL		70400000	47250866	67.1177	47250734	132	99.9997	0.0003



Resolution No.:	2							
Type & Description of the Resolution:	Ordinary Resolution: To confirm 1st and 2nd Interim dividends paid @ Rs. 5.50 per share and Rs. 6.30 per share respectively on equity shares for the Financial Year 2022-23 and to declare final dividend @ Rs. 3.20 per share (32%) on equity shares for the financial year 2022-23.							
Whether promoter/ promoter group are interested in the resolution?	No							
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
				(3)=			(6)=	(7)=
		(1)	(2)	[(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	45580800	45580800	100.0000	45580800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45580800	45580800	100.0000	45580800	0	100.0000
Public – Institutional holders	E-Voting	3080261	1724694	55.9918	1724694	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3080261	1724694	55.9918	1724694	0	100.0000
Public-Others	E-Voting	21738939	164429	0.7564	164298	131	99.9203	0.0797
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		21738939	164429	0.7564	164298	131	99.9203
GRAND TOTAL		70400000	47469923	67.4289	47469792	131	99.9997	0.0003

Resolution No.:	3							
Type & Description of the Resolution:	Ordinary Resolution: To appoint a Director in place of Shri Surinder Kumar Gupta (DIN: 08643406), who retires by rotation and being eligible, offer himself for re-appointment.							
Whether promoter/ promoter group are interested in the resolution?	No							
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
				(3)=			(6)=	(7)=
		(1)	(2)	[(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	45580800	45580800	100.0000	45580800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45580800	45580800	100.0000	45580800	0	100.0000
Public – Institutional holders	E-Voting	3080261	1724694	55.9918	1680768	43926	97.4531	2.5469
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3080261	1724694	55.9918	1680768	43926	97.4531
Public-Others	E-Voting	21738939	164004	0.7544	163801	203	99.8762	0.1238
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		21738939	164004	0.7544	163801	203	99.8762
GRAND TOTAL		70400000	47469498	67.4283	47425369	44129	99.9070	0.0930



Resolution No.:	4							
Type & Description of the Resolution:	Ordinary Resolution: To authorize Board of Directors of the Company to fix remuneration of the Statutory Auditors of the Company appointed by the Comptroller & Auditor General of India for the Financial Year 2023-24.							
Whether promoter/ promoter group are interested in the resolution?	No							
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)	[(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	45580800	45580800	100.0000	45580800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45580800	45580800	100.0000	45580800	0	100.0000
Public – Institutional holders	E-Voting	3080261	1724694	55.9918	1724694	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3080261	1724694	55.9918	1724694	0	100.0000
Public-Others	E-Voting	21738939	164429	0.7564	164223	206	99.8747	0.1253
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		21738939	164429	0.7564	164223	206	99.8747
GRAND TOTAL		70400000	47469923	67.4289	47469717	206	99.9996	0.0004

Resolution No.:	5							
Type & Description of the Resolution:	Ordinary Resolution: To appoint Shri Ashwini Kumar (DIN: 07598593), as Govt. Nominee Director.							
Whether promoter/ promoter group are interested in the resolution?	No							
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)	[(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	45580800	45580800	100.0000	45580800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45580800	45580800	100.0000	45580800	0	100.0000
Public – Institutional holders	E-Voting	3080261	1724694	55.9918	4721	1719973	0.2737	99.7263
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3080261	1724694	55.9918	4721	1719973	0.2737
Public-Others	E-Voting	21738939	164004	0.7544	163861	143	99.9128	0.0872
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		21738939	164004	0.7544	163861	143	99.9128
GRAND TOTAL		70400000	47469498	67.4283	45749382	1720116	96.3764	3.6236



Mehta & Mehta

COMPANY SECRETARIES

INFINITY BENCHMARK, 18TH FLOOR, ROOM NO. 105, STREET NO 25, GP BLOCK, SECTOR-5
BIDHANNAGAR, KOLKATA - 700091.
Mob.: +91 9867771580 • E-mail: raveena@mehta-mehta.com • Visit us : www.mehta-mehta.com

Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman
MSTC Limited
Plot No. CF-18/2, Street No 175, Action Area IC
New Town, Kolkata – 700156, West Bengal.

Fifty-Eighth Annual General Meeting ("58thAGM") of the Members of MSTC Limited ("the Company") held on Wednesday, September 20, 2023 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Raveena Dugar Agarwal, Partner, M/s. Mehta & Mehta, Company Secretaries have been appointed by the Board of Directors of MSTC Limited ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the 58thAGM of the Company held on Wednesday, September 20, 2023 at 11:00 A.M. through VC/OAVM pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 20/2020 dated May 05, 2020, the General Circular No. 02/2021 dated January 13, 2021, the General Circular No. 21/2021 dated December 14, 2021, General Circular No. 02/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (collectively hereinafter referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively hereinafter referred to as "SEBI Circulars") and Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India in respect of the Resolutions as set out in the Notice convening the 58thAGM, do hereby submit the report as follows:

1. The Notice dated May 23, 2023 of the 58thAGM was sent to the Members on Friday, August 25, 2023 through electronic mode whose email addresses are registered with the Company / Depository Participants ("DPs") in compliance with MCA and SEBI circulars.
2. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the AGM. For the purpose of remote e-voting, the Company had engaged the services of National Securities Depository Limited (NSDL).



Mehta & Mehta

COMPANY SECRETARIES

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Mob: +91 9867771580 • E-mail: raveena@mehta-mehta.com • Visit us : www.mehta-mehta.com

3. The Members of the Company holding shares as on the "cut-off" date i.e. Tuesday, September 12, 2023 were entitled to vote on the resolutions stated in the Notice of the 58th AGM.
4. The period for remote e-voting commenced on Saturday, September 16, 2023 at 09:00 A.M. IST and ended on Tuesday, September 19, 2023 at 05:00 P.M. IST. The Remote e-voting module was disabled by NSDL for voting thereafter.
5. The facility for e-voting was made available for the Members attending the Meeting through VC/OAVM and who did not cast their vote through remote e-voting.
6. After the closure of e-voting at the AGM, the report generated from NSDL e-voting website www.evoting.nsdl.com on the voting done at the AGM and votes cast through remote e-voting facility done prior to the AGM were unblocked, in the presence of two witnesses Ms. Sweta Jodhani and Mr. Ravi Kedia neither of whom are in the employment of the Company.
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the 58th AGM.
8. My responsibility as a scrutinizer for the e-voting process (i.e., both remote e-voting and e-voting during AGM) is to ensure that the e-voting process is conducted in fair and transparent manner and is restricted to making a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions.
9. The consolidated results of remote e-voting and voting through electronic voting system at the 58th AGM are enclosed as an Annexure -1 to this report.

Thanking You,

For Mehta & Mehta
Company Secretaries

Raveena



Raveena Dugar Agarwal
Scrutinizer

ACS No :51836

CP No :26055

UDIN: A051836E001052440

Place: Kolkata

Date: September 21, 2023

Mehta & Mehta

COMPANY SECRETARIES

INFINITY BENCHMARK, 16TH FLOOR, ROOM NO. 105, STREET NO 25, GP BLOCK, SECTOR-5
BIDHANNAGAR, KOLKATA - 700091
Mob.: +91 9867771580 • E-mail: raveena@mehta-mehta.com • Visit us : www.mehta-mehta.com

Enclosed: Annexure-1

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from NSDL e-voting website www.evoting.nsdl.com in our presence on September 20, 2023.

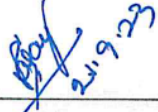
Name : Ms. Sweta Jodhani

Address: : Infinity Benchmark, 18th Floor
Room No. 105, Salt Lake, Sector-V
Kolkata - 700091

Name : Mr. Ravi Kedia

Address: : Infinity Benchmark, 18th Floor
Room No. 105, Salt Lake, Sector-V

Countersigned by


21.9.23

Company Secretary and Compliance Officer

Ajay Kumar Rai

FCS: 5627

By and under authority of
Chairman & Managing Director
For MSTC Limited



Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board and the Auditors thereon and comments of the Comptroller and Auditor General of India.

Particulars	Remote e-voting		Voting through electronic voting system on the date of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	250	4,72,47,297	4	3,437	254	4,72,50,734	99.9997
Votes against the resolution	7	132	0	0	7	132	0.0003
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 2: Ordinary Resolution

To confirm 1st and 2nd Interim dividends paid @ Rs. 5.50 per share and Rs. 6.30 per share respectively on equity shares for the Financial Year 2022-23 and to declare final dividend @ Rs. 3.20 per share (32%) on equity shares for the financial year 2022-23.

Particulars	Remote e-voting		Voting through electronic voting system on the date of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	254	4,74,66,355	4	3,437	258	4,74,69,792	99.9997
Votes against the resolution	6	131	0	0	6	131	0.0003
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 3: Ordinary Resolution

To appoint a Director in place of Shri Surinder Kumar Gupta (DIN: 08643406), who retires by rotation and being eligible, offer himself for re-appointment.

Particulars	Remote e-voting		Voting through electronic voting system on the date of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	248	4,74,21,932	4	3,437	252	4,74,25,369	99.9070
Votes against the resolution	9	44,129	0	0	9	44,129	0.0930
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 4: Ordinary Resolution

To authorize Board of Directors of the Company to fix remuneration of the Statutory Auditors of the Company appointed by the Comptroller & Auditor General of India for the Financial Year 2023-24

Particulars	Remote e-voting		Voting through electronic voting system on the date of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	251	4,74,66,280	4	3437	255	4,74,69,717	99.9996
Votes against the resolution	9	206	0	0	9	206	0.0004
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 5: Ordinary Resolution

To appoint Shri Ashwini Kumar (DIN: 07598593), as Govt. Nominee Director

Particulars	Remote e-voting		Voting through electronic voting system on the date of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	215	4,57,45,945	4	3,437	219	4,57,49,382	96.3764
Votes against the resolution	42	17,20,116	0	0	42	17,20,116	3.6236
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

