

September 24, 2020

To
Dept. of Corporate Services,
BSE Limited,
Phiroze Jeejebhoy Tower,
Dalal Street, Fort,
Mumbai – 400 001.

To
The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Security Code No. : 505324

Security Symbol : MANUGRAPH
Security Series : EQ

Dear Sir/s,

Sub.: Scrutinizer's Consolidated Report on Voting at the 48th Annual General Meeting of the Members of the Company held on September 22, 2020

Please find attached herewith scrutinizers consolidated report on voting at the 48th Annual General Meeting of Manugraph India Limited held on September 22, 2020.

We request you to take the same on record.

Thanking you,

With regards,
For Manugraph India Limited

Mihir Mehta
Company Secretary

Encl.: a/a

MANUGRAPH INDIA LTD.

Sidhwa House, N.A. Sawant Marg, Colaba, Mumbai -400 005 India.
Tel.: 91 -22-2287 4815 Fax: 91-22-2287 0702 CIN: L29290MH1972PLC015772
Email: info@manugraph.com Website: www.manugraph.com



AASHISH K. BHATT & ASSOCIATES

Practicing Company Secretaries

Aashish K. Bhatt
B.Com., A.C.S., PGDSL

SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Chairman

Manugraph India Limited

Sidhwa House, 1st Floor, A Sawant Marg, Colaba, Mumbai – 400005.

Subject: Consolidated Scrutinizer's Report on Members' voting through remote e-voting and electronic voting system conducted at the 48th Annual General Meeting of Manugraph India Limited held on September 22, 2020 at 3.00 P.M through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with General Circular No. 20/2020 dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs and in accordance with the circular dated May 12, 2020 issued by the Securities and Exchange Board of India (collectively know as "the Applicable circulars")

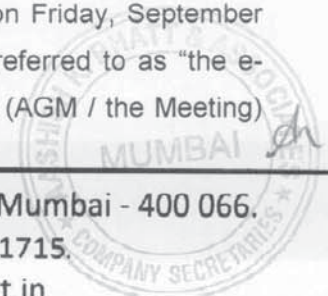
Dear Sir,

I, Aashish K. Bhatt, Proprietor of Aashish K. Bhatt & Associates, Practicing Company Secretaries, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of Manugraph India Limited (hereinafter referred as "the Company") vide resolution dated June 29, 2020, pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "the Rules") and pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 as amended from time to time (SEBI Listing Regulations), to scrutinize the remote e-voting held from 10.00 A.M. (IST) on Friday, September 18, 2020 to 5.00 P.M. (IST) on Monday, September 21, 2020 (hereinafter referred to as "the e-voting period") and electronic voting system at 48th Annual General Meeting (AGM / the Meeting)

D / 101, Lata Annexe, Above Axis Bank, W. E. Highway, Borivali (East), Mumbai - 400 066.

Mob. : 98671 51081, 80979 85754 • Telefax : 022 2846 1715.

Email : mail@aashishbhatt.in • W. : www.aashishbhatt.in



of the Company on the Resolutions contained in the Notice dated June 29, 2020 of the AGM of the members of the Company, held on Tuesday, September 22, 2020 at 3.00 P.M. through Video Conferencing (VC) / other Audio Visual means (OAVM).

Members of the Company were provided remote e-voting facility through National Security Depository Ltd (NSDL) whereby they could cast their votes during the remote e-voting period and some members of the Company voted during the aforesaid period. After the said remote e-voting period, the voting portal had been blocked by NSDL, the service provider.

Members attending the AGM through VC / OAVM and who did not cast their votes through remote e-voting were allowed to cast their votes at the Meeting through electronic voting system provided by NSDL on all resolutions set out in the Notice convening the AGM, in accordance with sub-rule 4(iii)(B) of Rule 20 of the aforesaid Rules. Accordingly, the Members attending the AGM through VC/OAVM and did not cast their vote earlier, voted through electronic voting system conducted at AGM.

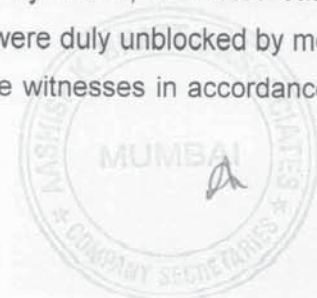
The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the rules made there under and SEBI Listing regulations.

My responsibility as a scrutinizer of the voting process was restricted to scrutinize the e-voting process (through remote e-voting and electronic voting system at the AGM), in a fair and transparent manner and to prepare a consolidated scrutinizer's report for the votes cast in favour and against on all the resolutions as stated in the notice of AGM, based on report generated from e-voting system provided by NSDL.

The Cut-off date for the purposes of identifying the members who will be entitled to vote on the resolutions for approval of the Members was Tuesday, September 15, 2020.

In case of votes received through electronic voting system at the AGM as well as through remote e-voting for the same shareholding from any Member, the votes received through remote e-voting from such Member were considered and the votes received through electronic voting system were considered invalid.

On September 22, 2020, after receiving the votes cast electronically by NSDL, the votes cast through remote e-voting and electronic voting system at the 48th AGM were duly unblocked by me in the presence of Ms. Bhavika Bhatt and Ms. Vrushali Darji, who were witnesses in accordance rule 20 sub rule 4(xii) of the said rules.



The papers pertaining to remote e-voting and electronic voting system at AGM and all other relevant records are kept in our safe custody and be retained until the minutes of AGM is approved and signed by the Chairman, and thereafter shall be handed over to the Company Secretary for safe keeping.

Information with respect to AGM as well Member's participation in the AGM is provided in Annexure 1 and consolidated result of total votes cast, whether in favour or against, in accordance with rule 4(xii) of Rule 20 of the aforesaid Rules is annexed as Annexure 2 to this Report and based on which we confirmed that resolutions were passed with requisite majority.

You are requested to acknowledge receipt of this report.

Thanking you,

For Aashish K. Bhatt & Associates



Aashish K. Bhatt
Practicing Company Secretary
(Membership No.: A19639 / COP No.: 7023)
UDIN: A019639B000756650



Place: Mumbai
Date: 23.09.2020

Countersigned by:

For Manugraph India Limited



Chairman of the 48th Annual General Meeting

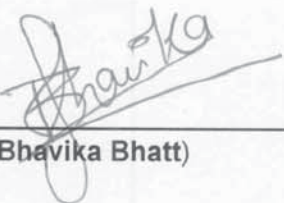
WITNESSES' CONFIRMATION

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and with respect to the conduct of voting through remote e-voting and electronic voting system at the 48th Annual General Meeting (AGM) by Members of Manugraph India Limited ("the Company") on all resolutions set out in the Notice convening the 48thAGM of Company, which was held on Tuesday September 22, 2020 at 3.00 P.M. through VC / OAVM, we, Ms. Bhavika Bhatt (residing at D/604, Lata Annexe, Above Axis Bank, W.E highway, Borivali (East), Mumbai – 400 066) and Ms. Vrushali Darji (working at D/101, Lata Annexe, Above Axis Bank, W.E highway, Borivali (East), Mumbai – 400 066) hereby confirm our witnessing to the unblocking of votes cast through remote e-voting and electronic voting system at the AGM .


We further state that we are not in the employment of the Company.

Witness 1:

Witness 2:



(Bhavika Bhatt)



(Vrushali Darji)

Date: 23.09.2020

Place: Mumbai



ANNEXURE - 1

Date of the AGM	September 22, 2020
Total number of shareholders on record date i.e September 15, 2020	10,440
No. of Shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group: Public:	Not Applicable as due to pandemic covid-19 and pursuant to the applicable circulars, the AGM was held through Video Conferencing (VC) / Other Audio Visual Means (OAVM)
No. of Shareholders present in the meeting through VC / OAVM Promoters and Promoter Group: Public:	09 26



ANNEXURE - 2

1. Resolution required: Ordinary			Consideration and adoption of (a) the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of the Auditors thereon					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes Cast (2)	% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes cast (6)=[(4)/(2)]*100	% of Votes against on votes cast (7)= [(5)/(2)]*100
Promoter and Promoter Group	remote E-Voting and voting at AGM through electronic voting system	1,74,70,578	1,74,70,578	100.000	1,74,70,578	0	100.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total	1,74,70,578	1,74,70,578	100.000	1,74,70,578	0	100.000	0.000
Public - Institutions	remote E-Voting and voting at AGM through electronic voting system	6,64,623	0	0.000	0	0	0.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total	6,64,623	0	0.000	0	0	0.000	0.000
Public - Non Institutions	remote E-Voting and voting at AGM through electronic voting system	1,22,79,860	8,092	0.066	8,091	1	99.988	0.012
	poll		0	0.000	0	0	0.000	0.000
	Total	1,22,79,860	8,092	0.066	8,091	1	99.988	0.012
Total		3,04,15,061	1,74,78,670	57.467	1,74,78,669	1	100.000	0.000



2. Resolution required: Ordinary			Appointment of a Director in place of Mr. Bhupal B. Nandgave (DIN: 06447544), who retires by rotation and being eligible, offers himself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes Cast (2)	% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes cast (6)=[(4)/(2)]*100	% of Votes against on votes cast (7)= [(5)/(2)]*100
Promoter and Promoter Group	remote E-Voting and voting at AGM through electronic voting system	1,74,70,578	1,74,70,578	100.000	1,74,70,578	0	100.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total	1,74,70,578	1,74,70,578	100.000	1,74,70,578	0	100.000	0.000
Public - Institutions	remote E-Voting and voting at AGM through electronic voting system	6,64,623	0	0.000	0	0	0.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total	6,64,623	0	0.000	0	0	0.000	0.000
Public - Non Institutions	remote E-Voting and voting at AGM through electronic voting system	1,22,79,860	8,092	0.066	7,991	101	98.752	1.248
	poll		0	0.000	0	0	0.000	0.000
	Total	1,22,79,860	8,092	0.066	7,991	101	98.752	1.248
Total		3,04,15,061	1,74,78,670	57.467	1,74,78,569	101	99.999	0.001



3. Resolution required: Ordinary			Appointment of M/s. Desai Shah & Associates., Chartered Accountants, Mumbai (Firm Regn. No. 118174W) as the Statutory Auditors of the Company and to fix their remuneration					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes Cast (2)	% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes cast (6)=[(4)/(2)]*100	% of Votes against on votes cast (7)= [(5)/(2)]*100
Promoter and Promoter Group	remote E-Voting and voting at AGM through electronic voting system	1,74,70,578	1,74,70,578	100.000	1,74,70,578	0	100.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total		1,74,70,578	1,74,70,578	100.000	1,74,70,578	0	100.000
Public - Institutions	remote E-Voting and voting at AGM through electronic voting system	6,64,623	0	0.000	0	0	0.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total		6,64,623	0	0.000	0	0	0.000
Public - Non Institutions	remote E-Voting and voting at AGM through electronic voting system	1,22,79,860	8,092	0.066	8,091	1	99.988	0.012
	poll		0	0.000	0	0	0.000	0.000
	Total		1,22,79,860	8,092	0.066	8,091	1	99.988
Total		3,04,15,061	1,74,78,670	57.467	1,74,78,669	1	100.000	0.000



4. Resolution required: Special			Appointment of Mr. Shailesh B. Shirguppi (DIN: 08770042) as a Whole Time Director (Works) of the Company for a period of 3 years commencing from July 1, 2020					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes Cast (2)	% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes cast (6)=[(4)/(2)]*100	% of Votes against on votes cast (7)= [(5)/(2)]*100
Promoter and Promoter Group	remote E-Voting and voting at AGM through electronic voting system	1,74,70,578	1,74,70,578	100.000	1,74,70,578	0	100.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total	1,74,70,578	1,74,70,578	100.000	1,74,70,578	0	100.000	0.000
Public - Institutions	remote E-Voting and voting at AGM through electronic voting system	6,64,623	0	0.000	0	0	0.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total	6,64,623	0	0.000	0	0	0.000	0.000
Public - Non Institutions	remote E-Voting and voting at AGM through electronic voting system	1,22,79,860	8,092	0.066	8,091	1	99.988	0.012
	poll		0	0.000	0	0	0.000	0.000
	Total	1,22,79,860	8,092	0.066	8,091	1	99.988	0.012
Total		3,04,15,061	1,74,78,670	57.467	1,74,78,669	1	100.000	0.000



5. Resolution required: Ordinary			Ratification of the remuneration of the Cost Auditors					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes Cast (2)	% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes cast (6)=[(4)/(2)]*100	% of Votes against on votes cast (7)= [(5)/(2)]*100
Promoter and Promoter Group	remote E-Voting and voting at AGM through electronic voting system	1,74,70,578	1,74,70,578	100.000	1,74,70,578	0	100.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total	1,74,70,578	1,74,70,578	100.000	1,74,70,578	0	100.000	0.000
Public - Institutions	remote E-Voting and voting at AGM through electronic voting system	6,64,623	0	0.000	0	0	0.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total	6,64,623	0	0.000	0	0	0.000	0.000
Public - Non Institutions	remote E-Voting and voting at AGM through electronic voting system	1,22,79,860	8,093	0.066	7,592	501	93.809	6.191
	poll		0	0.000	0	0	0.000	0.000
	Total	1,22,79,860	8,093	0.066	7,592	501	93.809	6.191
Total		3,04,15,061	1,74,78,671	57.467	1,74,78,170	501	99.997	0.003

