

Mangalam Drugs and Organics Limited



Regd. Office : Rupam Building, 3rd Floor, 239 P. D'Mello Road, Near G. P. O. Mumbai - 400 001.

☎ 91-22-22616200 / 6300 / 8787 ☎ 91-22-22619090 • CIN : L24230MH1972PLC116413

REF: MDOL/CS-SE/2023-24/007

May 02, 2023

To,
Listing Department
BSE Ltd
1st Floor, New Trade Wing,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 532637

Listing Department
**National Stock Exchange of India
Limited**
"Exchange Plaza", 5th Floor,
Plot No. C-1, Block G,
Bandra - Kurla Complex,
Bandra(E), Mumbai - 400 051
Symbol: MANGALAM

Dear Sir / Madam,

Sub: Submission of proceedings of Postal Ballot

Pursuant to Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Summary of Proceeding of the Postal Ballot conducted by the Company through Remote e-voting.

Please take the same on your record.

Thanking You,

Yours Faithfully
For **Mangalam Drugs and Organics Limited**

Govardhan M. Dhoot
Managing Director
DIN:01240086

Encl: As above

SUMMARY OF PROCEEDINGS OF POSTAL BALLOT CONDUCTED FOR RESOLUTIONS DEEMED TO BE PASSED ON SUNDAY, MAY 1, 2023 BY THE MEMBERS OF MANGALAM DRUGS AND ORGANICS LIMITED, RESULTS OF WHICH WERE DECLARED ON TUESDAY MAY 2, 2023

At its meeting held on March 28, 2023, the Board of Directors ("Board") of the Company approved the proposal to conduct a Postal Ballot pursuant to section 110 of the Company's Act, 2013 and Rule 20 and Rule 22 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, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") to seek approval of the Members for the following resolution:

Resolution No.	Resolution	Type of Resolution
1.	To approve the re-appointment of Mrs. Nidhi S. Mundada (DIN: 08134952) as an Independent Director of the Company for a second term of five consecutive years	Special
2.	To approve continuation of Shri Govardhan Murlidhar Dhoot (DIN: 01240086) as a Managing Director of the Company on attaining age of seventy years.	Special

The Board appointed M/s. Mustafa Bohra and Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the Postal Ballot only through the remote e-voting process in a fair and transparent manner. The e-voting facility to Members was provided through National Securities Depository Limited ('NSDL'). The e-voting period commenced at 09:00 A.M. IST on Friday, March 31, 2023 and ended on Sunday, April 30, 2023 at 05:00 P.M. IST.

The Scrutinizer submitted his report on postal ballot by remote e-voting process to the Chairman of the Company on May 01st, 2023. Summary of the Scrutinizer's Report is as under:

1. Pursuant to General Circular No. 14/ 2020 dated April 8, 2020, the General Circular No. 17/ 2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 in relation to "Clarification on passing of ordinary and special

resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, the postal ballot notice dated March 28, 2023 was sent to the members whose name(s) appeared on the Register of Members/list of Beneficial Owners as on cut-off date i.e. Friday, March 24, 2023.

2. Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
3. Votes cast through electronic means up to 05.00 P.M. on April 30th, 2023 being the last time and date fixed by the company for voting through electronic means were considered for scrutiny.
4. Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper does not arise.

Based on the analysis of valid votes, the Scrutinizer submitted his report dated May 01st, 2023, to the Chairman of the Company. Based on the report of the Scrutinizer, the resolutions as enunciated below and set out in the postal ballot notice dated March 28th, 2023, have been passed with requisite majority.

01. To approve the re-appointment of Mrs. Nidhi S. Mundada (DIN: 08134952) as an Independent Director of the Company for a second term of five consecutive years (Special Resolution):

"RESOLVED THAT pursuant to the provisions of Sections 149 (10), 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder AND Regulation 16, 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendments, modifications, variations, or re-enactments thereof AND on the recommendation of the Nomination & Remuneration Committee AND on the recommendation Board of Directors of the Company, Mrs. Nidhi S. Mundada (DIN: 08134952) who holds office of Independent Director up to May 27, 2023 and who has submitted a declaration that she meets the criteria for Independent provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from May 28, 2023 up to May 27, 2028;

RESOLVED FURTHER THAT the Board of Directors and / or the Chief Financial Officer and / or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

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02. To approve continuation of Shri Govardhan Murlidhar Dhoot (DIN: 01240086) as a Managing Director of the Company on attaining age of seventy years (Special Resolution):

“RESOLVED THAT Sections 196 and 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 AND the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) AND based on the recommendation of Nomination and Remuneration Committee AND on the recommendation of the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for continuation of directorship of Shri Govardhan Murlidhar Dhoot (DIN: 01240086), as Managing Director of the Company on attaining the age of 70 Years on October 21, 2023 for remaining period of his term of ending on October 31, 2024 on the same terms of appointment and remuneration as approved by members of the Company.

RESOLVED FURTHER THAT Board of Directors and / or the Chief Financial Officer and / or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

The Chairman noted the results of voting as stated in the Scrutinizer report and it was declared and recorded that the resolutions as set out in the Notice of Postal Ballot dated March 28th, 2023 was duly passed by the Members of the Company with requisite majority.

This is for your information and records.

Thanking you,
Yours faithfully,

For Mangalam Drugs and Organics Limited

Govardhan M. Dhoot
Managing Director
DIN:01240086