

एम एस टी सी  
लिमिटेड  
(भारत सरकार का उपक्रम)



**MSTC**  
**LIMITED**  
(A Govt. Of India Enterprise)

CIN : L27320WB1964GOI026211

225C, A.J.C BOSE ROAD, KOLKATA - 700 020, INDIA  
PHONE : 91-33-2290-0964, 2287-9627 / 7557 / 0568  
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website : www.mstcindia.co.in • www.mstcecommerce.com

MSTC/CS/SE/180

25<sup>th</sup> September, 2020

1. The Dy.Manager (Listing)  
BSE Limited  
PhirozeJeejeebhoy Towers,  
Dalal Street, Mumbai 400 023.  
(Scrip Code: 542597)

2. The Manager, Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, BandraKurla Complex  
Bandra (E), Mumbai 400 051  
(Scrip Code: MSTCLTD)

Dear Sirs,

**Sub: Voting Results of 55<sup>th</sup> AGM held on 25<sup>th</sup> September, 2020**

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 for the resolutions proposed at the Annual General Meeting held on 25<sup>th</sup> September, 2020 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*  
25.9.2020

(Ajay Kumar Rai)

Company Secretary & Compliance Officer



## MSTC LIMITED AGM 2020

Date of the AGM: 25 th Sep 2020

Total number of shareholders on record date: '16361' No. of Shares: '70400000'

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group :			5	No. of Shares:	45580640		
Public :			87	No. of Shares:	515358		

Detail of the Agenda:

Promoter/Public	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 )	(3)= [[2]/(1)]*100	( 4 )	( 5 )	(6)= [[4]/(2)]*100	(7)= [[5]/(2)]*100

1. To receive, consider and adopt the audited Standalone as well as Consolidated Financial Statement of the Company for the financial year ended March 31, 2020, together with the Reports of the Board and the Auditors.

### Ordinary Resolution

Promoter and Promoter Group	E-Voting		45580800	100.00	45580800	0	100.00	0.00
	Poll	45580800	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	45580800	45580800	100.00	45580800	0	100.00	0.00
Public – Institutional holders	E-Voting		201931	3.02	201931	0	100.00	0.00
	Poll	6693797	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6693797	201931	3.02	201931	0	100.00	0.00
Public-Others	E-Voting		15703	0.09	15558	145	99.08	0.92
	Poll	18125403	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	18125403	15703	0.09	15558	145	99.08	0.92
	<b>GRAND TOTAL</b>	<b>70400000</b>	<b>45798434</b>	<b>65.05</b>	<b>45798289</b>	<b>145</b>	<b>100.00</b>	<b>0.00</b>



2. To declare a dividend for the year ended March 31, 2020. The Board of Directors has recommended a dividend of 3.30 /- per equity share of 10 each fully paid up.

**Ordinary Resolution**

Promoter and Promoter Group	E-Voting	45580800	45580800	100.00	45580800	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		45580800	45580800	100.00	45580800	0	100.00
Public – Institutional holders	E-Voting	6693797	201931	3.02	201931	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6693797	201931	3.02	201931	0	100.00
Public-Others	E-Voting	18125403	15703	0.09	15471	232	98.52	1.48
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		18125403	15703	0.09	15471	232	98.52
<b>GRAND TOTAL</b>		<b>70400000</b>	<b>45798434</b>	<b>65.05</b>	<b>45798202</b>	<b>232</b>	<b>100.00</b>	<b>0.00</b>

3. To appoint a Director in place of Smt. Bhanu Kumar (DIN: 07982360), who retires by rotation and being eligible, offer herself for re-appointment.

**Ordinary Resolution**

Promoter and Promoter Group	E-Voting	45580800	45580800	100.00	45580800	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		45580800	45580640	100.00	45580640	0	100.00
Public – Institutional holders	E-Voting	6693797	201931	3.02	201931	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6693797	201931	3.02	201931	0	100.00
Public-Others	E-Voting	18125403	15703	0.09	15381	322	97.95	2.05
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		18125403	15703	0.09	15381	322	97.95
<b>GRAND TOTAL</b>		<b>70400000</b>	<b>45798274</b>	<b>65.05</b>	<b>45797952</b>	<b>322</b>	<b>100.00</b>	<b>0.00</b>



4. To authorize Board of Directors of the Company to fix the remuneration of the Auditors of the Company appointed by the Comptroller & Auditor General of India for the Financial Year 2020-21.

Ordinary Resolution

Promoter and Promoter Group	E-Voting	45580800	45580800	100.00	45580800	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		45580800	45580800	100.00	45580800	0	100.00
Public – Institutional holders	E-Voting	6693797	201931	3.02	201931	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6693797	201931	3.02	201931	0	100.00
Public-Others	E-Voting	18125403	15703	0.09	15281	422	97.31	2.69
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		18125403	15703	0.09	15281	422	97.31
<b>GRAND TOTAL</b>		<b>70400000</b>	<b>45798434</b>	<b>65.05</b>	<b>45798012</b>	<b>422</b>	<b>100.00</b>	<b>0.00</b>

5. To appoint Shri Surinder Kumar Gupta (DIN: 08643406), as Chairman and Managing Director.

Special Resolution

Promoter and Promoter Group	E-Voting	45580640	45580640	100.00	45580640	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		45580640	45580640	100.00	45580640	0	100.00
Public – Institutional holders	E-Voting	6693797	201931	3.02	201931	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6693797	201931	3.02	201931	0	100.00
Public-Others	E-Voting	18125563	15703	0.09	15381	322	97.95	2.05
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		18125563	15703	0.09	15381	322	97.95
<b>GRAND TOTAL</b>		<b>70400000</b>	<b>45798274</b>	<b>65.05</b>	<b>45797952</b>	<b>322</b>	<b>100.00</b>	<b>0.00</b>



**6. Payment of contribution of Rs. 5,00,00,000 (Rupees Five Crore Only) made to Prime Ministers Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) COVID-19.**

**Special Resolution**

Promoter and Promoter Group	E-Voting	45580800	45580800	100.00	45580800	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		45580800	45580800	100.00	45580800	0	100.00
Public – Institutional holders	E-Voting	6693797	201931	3.02	201931	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6693797	201931	3.02	201931	0	100.00
Public-Others	E-Voting	18125403	15703	0.09	14859	841	94.63	5.36
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		18125403	15703	0.09	14859	841	94.63
<b>GRAND TOTAL</b>		<b>70400000</b>	<b>45798434</b>	<b>65.05</b>	<b>45797590</b>	<b>841</b>	<b>100.00</b>	<b>0.00</b>

**7. To appoint Shri Awadhesh Kumar Choudhary (DIN- 06942194 ), as Govt. Nominee Director.**

**Special Resolution**

Promoter and Promoter Group	E-Voting	45580800	45580800	100.00	45580800	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		45580800	45580800	100.00	45580800	0	100.00
Public – Institutional holders	E-Voting	6693797	201931	3.02	158890	43041	78.69	21.31
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6693797	201931	3.02	158890	43041	78.69
Public-Others	E-Voting	18125403	15703	0.09	15380	323	97.94	2.06
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		18125403	15703	0.09	15380	323	97.94
<b>GRAND TOTAL</b>		<b>70400000</b>	<b>45798434</b>	<b>65.05</b>	<b>45755070</b>	<b>43364</b>	<b>99.91</b>	<b>0.09</b>



**Consolidated 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 of the 55<sup>th</sup> Annual General Meeting of the Members of  
MSTC Limited (the Company)  
Held on 25<sup>th</sup> September, 2020, at 11 A.M  
Through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

Dear Sir,

1. I, Priti Todi, Partner, M/s. Bajaj Todi & Associates, Practising Company Secretaries, have been appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the voting and remote e-voting process, in a fair and transparent manner, and ascertaining the results on voting and remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice for the 55<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on 25<sup>th</sup> September, 2020 through VC/OAVM.
2. The Management of the Company is responsible for ensuring the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting at the AGM on the resolutions contained in the Notice for the AGM of the members of the Company.
3. My responsibility as a Scrutinizer, for the voting and remote e-voting process, is restricted to:
  - a. conducting the voting at the AGM, as provided in sub-rule (1) of rule 21 of the Rules as applicable, after the end of the discussions on all the resolutions and
  - b. to make a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions based on:
    - i. the reports generated from the E-voting system as provided by National Depository Services (India) Limited (NDSL), the authorised agency engaged by the Company to provide E-voting facility.
    - ii. Voting conducted at the AGM by use of e-voting facility provided by NSDL.
4. Further to the above, I submit my report as under:-
  - i) The e-voting period remained open from Monday, 21<sup>st</sup> September, 2020 (9.00 am) and ended on Thursday, 24<sup>th</sup> September, 2020 (5:00 p.m.).
  - ii) The members of the Company as on the "cut-off" date i.e. 18<sup>th</sup> September, 2020 were entitled to vote on the resolutions (items nos 1 to 7) as set out in the Notice dated 18th July, 2020, of the AGM of the members of the Company.
  - iii) The members who were present at the AGM but had not cast their votes by availing the remote e-voting facility, also voted at the end of the discussions at the AGM, by using E-Voting facility.
  - iv) Immediately after the conclusion of voting at the AGM, the votes cast at the AGM were unblocked and counted.



# BAJAJ TODI & ASSOCIATES

Practising Company Secretaries

225D, A. J. C. Bose Road  
Kolkata -700020, West Bengal, India  
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- v) Thereafter, the results of the resolutions that were put to vote at the AGM, have been generated by consolidating the E- voting prior to and at the AGM are as under:

<b>Total Nos of <u>valid</u> Folios that have cast their vote</b>		<b>:</b>	<b>125</b>
<i>Breakup:</i>			
<i>Through remote e-voting</i>			117
<i>Voting at the AGM</i>			8
<b>Total No of Shares representing the <u>valid folios</u> that have voted</b>		<b>:</b>	<b>45798434</b>
<i>Breakup:</i>			
<i>Through remote e-voting</i>			45794776
<i>Voting at the AGM</i>			3658
<b>Total No of Folios who have voted through physical ballot forms</b>		<b>:</b>	<b>NIL</b>

## **Item No. 1 :-**

Ordinary Resolution for adoption of the audited Standalone as well as Consolidated Financial Statement of the Company for the financial year ended March 31, 2020, together with the Reports of the Board and the Auditors.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	<i>through remote E-voting</i>	<i>Voting at AGM</i>		
Number of votes cast in favour	45794631	3658	45798289	99.99968
Number of votes cast against	145	0	145	0.00032
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>45794776</b>	<b>3658</b>	<b>45798434</b>	<b>100.00000</b>

## **Item No. 2 :-**

Ordinary Resolution to declare a dividend for the year ended March 31, 2020. The Board of Directors has recommended a dividend of Rs. 3.30 /- per equity share of Rs. 10 each fully paid up.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	<i>through remote E-voting</i>	<i>Voting at AGM</i>		
Number of votes cast in favour	45794544	3658	45798202	99.99949
Number of votes cast against	232	0	232	0.00051
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>45794776</b>	<b>3658</b>	<b>45798434</b>	<b>100.000</b>



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## **Item No. 3:-**

Ordinary Resolution to appoint a Director in place of Smt. Bhanu Kumar (DIN: 07982360), who retires by rotation and being eligible, offer herself for re-appointment.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	45794544	3658	45798112	99.99930
Number of votes cast against	322	0	322	0.00070
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>45794776</b>	<b>3658</b>	<b>45798434</b>	<b>100.000</b>

## **Item No. 4:-**

Ordinary Resolution to authorize Board of Directors of the Company to fix the remuneration of the Auditors of the Company appointed by the Comptroller & Auditor General of India for the Financial Year 2020-21.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	45794354	3658	45798012	99.99908
Number of votes cast against	422	0	422	0.00092
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>45794776</b>	<b>3658</b>	<b>45798434</b>	<b>100.000</b>

## **Special Buisness:**

## **Item No. 5:-**

Ordinary Resolution to appoint Shri Surinder Kumar Gupta (DIN: 08643406), as Chairman and Managing Director.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	45794294	3658	45797952	99.99930
Number of votes cast against	322	0	322	0.00070
Number of votes that abstained	160	0	160	0.00035
<b>Total</b>	<b>45794776</b>	<b>3658</b>	<b>45798434</b>	<b>100.000</b>





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## **Item No. 6 :-**

Ordinary Resolution for payment of contribution of Rs. 5,00,00,000 (Rupees Five Crore Only) made to Prime Ministers Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) COVID-19.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	45793932	3658	45797590	99.99816
Number of votes cast against	841	0	841	0.00184
Number of votes that abstained	3	0	3	0.00001
<b>Total</b>	<b>45794776</b>	<b>3658</b>	<b>45798434</b>	<b>100.000</b>

## **Item No. 7 :-**

Ordinary Resolution to appoint Shri Awadhesh Kumar Choudhary (DIN- 06942194 ), as Government Nominee Director.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	4571412	3658	45755070	99.90532
Number of votes cast against	43364	0	43364	0.09468
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>45794776</b>	<b>3658</b>	<b>45798434</b>	<b>100.000</b>

Thanking You,  
For Bajaj Todi & Associates



(Priti Todi), Partner  
C.P.No.7270, ACS:14611  
Date: 25<sup>th</sup> September, 2020

