



MRC Agrotech Ltd

April 04, 2024

BSE Limited
Dept of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Scrip Code: 540809

Sir / Madam,

Sub: Intimation of Voting Results and Scrutinizer Report under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014, please find enclosed herewith Voting Results as per aforesaid regulation and the report of the Scrutinizer dated 4th April, 2024.

The aforesaid information is also hosted on the website of the Company viz www.mrcagro.com

Kindly take the same on record and display the same on the website of your exchange.

Thanking you,
Yours faithfully,

For **MRC AGROTECH LTD**

Rahul Mathur



Name: Rahul Mathur
Company Secretary and Compliance Officer

Place: Mumbai

(Formerly known as MRC Exim Ltd.)

Report of Scrutinizer

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

To,
The Chairperson
E-voting of
Equity Shareholders of
MRC Agrotech Limited
(Formerly Known as MRC EXIM LIMITED)

Dear Sir,

Extra-Ordinary General Meeting of the Shareholders of MRC Agrotech Limited held on Wednesday , 3rd April, 2024, at 1 PM at Office No. 1028,10th Floor, The Summit - Business Bay Omkar, Near Western Express Highway, Andheri East., Mumbai – 400093 through Video Conferencing(“VC”)/Other Audio-Visual Means (‘‘OAVM’’).

I, Ms. Vidhi Divyesh Thakkar, Company Secretary in practice, has been appointed as a Scrutinizer by the Board of Directors of MRC Agrotech Limited for the purpose of the scrutinizing process of voting through Remote E-voting and e-voting during the EGM as mentioned in EGM notice issued by the Company and also placed on the Company’s website pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and the Regulation 444 of the SEBI (LODR) Regulations 2015, in respect of the solutions contained in the Notice dated 8th March, 2024 of the EGM held on 3rd April, 2024.

The management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to e-voting for the resolutions contained in the notice. My responsibility as a scrutinizer of E-voting is restricted to make scrutinizer’s report of the votes cast in favour or against or invalid votes on the resolutions stated above, based on reports generated through E-Voting.

As requested by the management, I submit herewith a Consolidated Scrutinizer report of the Votes cast ‘‘For’’ or ‘‘Against’’ the resolutions contained in the notice.

Report on Scrutiny:

1. The Company has entered into an agreement with National Securities Depository Limited (NSDL) an agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purpose of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was on March 27, 2024 as per the EGM notice issued by the Company.

A.C.S Vidhi Thakka

23 Humlog CHS, Shankar Lane, Kandivali West, Mumbai 400067. Email ID: pcsvidhi@gmail.com Phone Number: 9833494935

3. As prescribed in the rules, the -voting facility was kept open for three days from Sunday, March 31st, 2024, at 09.00 a.m. and ends on Tuesday, April 2nd, 2024, at 5.00 p.m.
4. NSDL, the agency was responsible for providing the e-voting platform and maintaining the portal and providing access to members, including facilitating members to cast their votes.
5. On Wednesday, 3rd April, 2024, at 1.00 pm after the conclusion of EGM, the votes cast through e-voting were unblocked by me on NSDL e-voting portal.
6. The total votes cast in favour or against all the resolutions proposed in EGM Notice are as under:

CONSOLIDATED REPORT ON RESULT OF VOTING, THROUGH ELECTRONIC MEANS i.e., REMOTE E-VOTING IS AS UNDER:

Item No.1: Special Resolution – To offer, issue and allot equity shares (for cash) on preferential basis.

Category	Manner of Voting	Votes in favour of resolution			Votes Against the Resolution			Total Valid Votes
		No. of Members Voted	No. of Votes	% of valid votes	No. of Members Voted	No. of Votes	% of valid votes	
(1)		(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	3	2017631	100	0	0	0	2017631
	Postal Ballot	0	0	0	0	0	0	0
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
Public Non Institution	E-voting	18	8274	100	0	0	0	8274
	Poll	29	135913	100	0	0	0	135913
	Postal Ballot	0	0	0	0	0	0	0
Total		50	2161818	100	0	0	0	2161818

CONSOLIDATED RESULT ON VOTING ITEM NO.1

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution with regard to Item No. 1, as set out in the Notice of EGM, is passed in favour of the resolution with requisite majority.

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Item No.2: Special Resolution - To offer, issue and allot equity shares (for consideration other than cash) on a preferential basis.

Category	Manner of Voting	Votes in favour of resolution			Votes Against the Resolution			Total Valid Votes
		No. of Members Voted	No. of Votes	% of valid votes	No. of Members Voted	No. of Votes	% of valid votes	
(1)		(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	3	2017631	100	0	0	0	2017631
	Postal Ballot	0	0	0	0	0	0	0
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
Public Non Institution	E-voting	18	8274	100	0	0	0	8274
	Poll	29	135913	100	0	0	0	135913
	Postal Ballot	0	0	0	0	0	0	0
Total		50	2161818	100	0	0	0	2161818

CONSOLIDATED RESULT ON VOTING ITEM NO.2

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution with regard to Item No. 2, as set out in the Notice of EGM, is passed in favour of the resolution with requisite majority.

Item No.3: Special Resolution - Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

Category	Manner of Voting	Votes in favour of resolution			Votes Against the Resolution			Total Valid Votes
		No. of Members Voted	No. of Votes	% of valid votes	No. of Members Voted	No. of Votes	% of valid votes	
(1)		(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	3	2017631	100	0	0	0	2017631

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	Postal Ballot	0	0	0	0	0	0	0
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
Public Non Institution	E-voting	17	8174	100	1	100	100	8274
	Poll	30	137913	100	0	0	0	137913
	Postal Ballot	0	0	0	0	0	0	0
Total		51	2163718	100	0	100	0	2163818

CONSOLIDATED RESULT ON VOTING ITEM NO.3

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution with regard to Item No. 3, as set out in the Notice of EGM, is passed in favour of the resolution with requisite majority.

Item No.4: Special Resolution - Alteration of Articles of Association of the Company

Category	Manner of Voting	Votes in favour of resolution			Votes Against the Resolution			Total Valid Votes
		No. of Members Voted	No. of Votes	% of valid votes	No. of Members Voted	No. of Votes	% of valid votes	
(1)		(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	3	2017631	100	0	0	0	2017631
	Postal Ballot	0	0	0	0	0	0	0
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
Public Non Institution	E-voting	17	8174	100	1	100	100	8274
	Poll	30	137913	100	0	0	0	137913
	Postal Ballot	0	0	0	0	0	0	0
Total		51	2163718	100	0	100	0	2163818

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CONSOLIDATED RESULT ON VOTING ITEM NO.4

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution with regard to Item No. 4, as set out in the Notice of EGM, is passed in favour of the resolution with requisite majority.

Item No.5: Special Resolution - Appointment of Mr. Ashok Singh (DIN 08423436) as Non-Executive and Non Independent Director & CEO of the Company

Category	Manner of Voting	Votes in favour of resolution			Votes Against the Resolution			Total Valid Votes
		No. of Members Voted	No. of Votes	% of valid votes	No. of Members Voted	No. of Votes	% of valid votes	
(1)		(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	3	2017631	100	0	0	0	2017631
	Postal Ballot	0	0	0	0	0	0	0
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
Public Non Institution	E-voting	18	8274	100	0	0	0	8274
	Poll	29	137913	100	0	0	0	137913
	Postal Ballot	0	0	0	0	0	0	0
Total		50	2163818	100	0	0	0	2163818

CONSOLIDATED RESULT ON VOTING ITEM NO.5

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution with regard to Item No. 5, as set out in the Notice of EGM, is passed in favour of the resolution with requisite majority.

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Item No.6: Special Resolution - Appointment of Mr. Sanjay Kumar Singh, (DIN: 06928519) as an Independent Director.

Category	Manner of Voting	Votes in favour of resolution			Votes Against the Resolution			Total Valid Votes
		No. of Members Voted	No. of Votes	% of valid votes	No. of Members Voted	No. of Votes	% of valid votes	
(1)		(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	3	2017631	100	0	0	0	2017631
	Postal Ballot	0	0	0	0	0	0	0
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
Public Non Institution	E-voting	17	8174	100	1	100	100	8274
	Poll	30	137913	100	0	0	0	137913
	Postal Ballot	0	0	0	0	0	0	0
Total		51	2163718	100	0	100	0	2163818

CONSOLIDATED RESULT ON VOTING ITEM NO.6

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution with regard to Item No. 6, as set out in the Notice of EGM, is passed in favour of the resolution with requisite majority.

Item No.7: Special Resolution - Appointment of Ms. Swati Sharma, (DIN: 08361279) as an Independent Director.

Category	Manner of Voting	Votes in favour of resolution			Votes Against the Resolution			Total Valid Votes
		No. of Members Voted	No. of Votes	% of valid votes	No. of Members Voted	No. of Votes	% of valid votes	
(1)		(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and	E-voting	0	0	0	0	0	0	0

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Promoter Group	Poll	3	2017631	100	0	0	0	2017631
	Postal Ballot	0	0	0	0	0	0	0
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
Public Non Institution	E-voting	17	8174	100	1	100	100	8274
	Poll	30	137913	100	0	0	0	137913
	Postal Ballot	0	0	0	0	0	0	0
Total		51	2163718	100	0	100	0	2163818

CONSOLIDATED RESULT ON VOTING ITEM NO.7

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution with regard to Item No. 7, as set out in the Notice of EGM, is passed in favour of the resolution with requisite majority.

Item No.8: Special Resolution - Appointment of Mr. Jainendra Baxi, (DIN: 07829878) as an Independent Director.

Category	Manner of Voting	Votes in favour of resolution			Votes Against the Resolution			Total Valid Votes
		No. of Members Voted	No. of Votes	% of valid votes	No. of Members Voted	No. of Votes	% of valid votes	
(1)		(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	3	2017631	100	0	0	0	2017631
	Postal Ballot	0	0	0	0	0	0	0
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
Public Non Institution	E-voting	17	8174	100	1	100	100	8274
	Poll	30	137913	100	0	0	0	137913

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	Postal Ballot	0	0	0	0	0	0	0
Total		51	2163718	100	0	100	0	2163818

CONSOLIDATED RESULT ON VOTING ITEM NO.8

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution with regard to Item No.8, as set out in the Notice of EGM, is passed in favour of the resolution with requisite majority

Item No.9: Special Resolution - Continuation of Mr. Sadanandan Azadathil Choikandy, (DIN: 08487613) as Non Executive and Non-Independent Director of the Company on completion of 75 years of age.

Category	Manner of Voting	Votes in favour of resolution			Votes Against the Resolution			Total Valid Votes
		No. of Members Voted	No. of Votes	% of valid votes	No. of Members Voted	No. of Votes	% of valid votes	
(1)		(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	3	2017631	100	0	0	0	2017631
	Postal Ballot	0	0	0	0	0	0	0
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
Public Non Institution	E-voting	17	8174	100	1	100	100	8274
	Poll	30	137913	100	0	0	0	137913
	Postal Ballot	0	0	0	0	0	0	0
Total		51	2163718	100	0	100	0	2163818

CONSOLIDATED RESULT ON VOTING ITEM NO.9

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution with regard to Item No.9, as set out in the Notice of EGM, is passed in favour of the resolution with requisite majority

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Item No.10: Ordinary Resolution -To appoint statutory auditors of the Company and to fix their remuneration and to pass the following resolution thereof.

Category	Manner of Voting	Votes in favour of resolution			Votes Against the Resolution			Total Valid Votes
		No. of Members Voted	No. of Votes	% of valid votes	No. of Members Voted	No. of Votes	% of valid votes	
(1)		(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	3	2017631	100	0	0	0	2017631
	Postal Ballot	0	0	0	0	0	0	0
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
Public Non Institution	E-voting	17	8174	100	1	100	100	8274
	Poll	30	137913	100	0	0	0	137913
	Postal Ballot	0	0	0	0	0	0	0
Total		51	2163718	100	0	100	0	2163818

CONSOLIDATED RESULT ON VOTING ITEM NO.10

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.10, as set out in the Notice of EGM, is passed in favour of the resolution with requisite majority

7. Based on the voting in the above tables, all the resolutions are passed with requisite majority. I request the Chairman of the EGM to announce the results accordingly.
8. The said report is based on relevant records, including documents and information made available to me by the NSDL E-Voting platform and by the Company through electronic form.

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9. All the relevant electronic records of remote e-voting and e-voting during the EGM are under my safe custody until the Chairman considers, approves and signs the minutes of the EGM, and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,

VIDHI
DIVYESH
THAKKAR

Digitally signed by
VIDHI DIVYESH
THAKKAR
Date: 2024.04.04
18:51:58 +05'30'

Vidhi Thakkar

COP No.: 25624

Membership No. 55903

UDIN: **A055903F000029547**

Place: Mumbai

Date: 04.04.2024