

Mangalam Drugs and Organics Ltd.



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/2019-20/018

September 27, 2019

To,
Listing Department
BSE Ltd
1st Floor, New Trade Wing,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

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

Scrip Code: 532637

Symbol: MANGALAM

Subject: Voting results under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results of the business transacted at the 46th Annual General Meeting of the Company:

| | |
|---|--|
| Day, Date, Time & Venue of 46 th AGM | Wednesday, September 25, 2019 at 3.30 P.M. at the Kilachand Conference Room, 2 nd Floor, Indian Merchants Chamber Building, IMC Marg, Churchgate, Mumbai- 400 020 |
| Total number of shareholders on record date (September 18, 2019) | 19,102 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group | 10 |
| Public | 44 |
| No. of Shareholders attended the meeting through Video Conferencing: | |
| Promoters and Promoter Group | Nil |
| Public | Nil |

The Electronic voting on the resolutions was arranged through Central Depository Services (India) Limited:

1. Remote e-voting was commenced on Sunday, September 22, 2019 (9:00 A.M.) and ended on Tuesday, September 24, 2019 (5:00 P.M.) and
2. Voting through Ballot Paper was conducted at the venue of the Meeting on Wednesday, September 25, 2019.



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Details of the Agenda transacted at the 46th AGM and the result on resolutions (ordinary and special) passed at the 46th Annual General Meeting along with the Scrutinizer's Report dated September 25, 2019 duly signed by the Scrutinizer and countersigned by the Chairman & Managing Director of the Company is attached hereto.

We request you to kindly take the above information on record and acknowledge receipt of the same.

Thanking You,

Yours Faithfully,
For Mangalam Drugs & Organics Limited

A handwritten signature in blue ink, appearing to read "Govardhan M. Dhoot", is written over a circular blue stamp. The stamp contains the text "MANGALAM DRUGS & ORGANICS LTD." around the perimeter and "MUMBAI" in the center.

Govardhan M. Dhoot
Chairman & Managing Director
DIN: 01240086

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Details of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Agenda- wise disclosure

Resolution No. 1

| Resolution Required: (Ordinary/Special) | | | Ordinary Resolution for Adoption of Audited Financial Statements alongwith Report of Board of Directors and Auditors for the year ended March 31, 2019 | | | | | |
|--|----------------|--------------------|--|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda / resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of Shares held | No. of valid 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 |
| Promoter and Promoter group | E-Voting | 7998046 | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 4655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7825547 | 5082 | 0.0649 | 3681 | 1401 | 72.4321 | 27.5679 |
| | Poll | | 251 | 0.0032 | 251 | 0 | 100 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | NIL | 5333 | 0.0681 | 3932 | 1401 | 73.73 |
| Total | | 15828248 | 7718931 | 48.7668 | 7717530 | 1401 | 99.98 | 0.02 |

Invalid Votes: Nil

Result: The resolution is passed with requisite majority.



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Resolution No. 2

| Resolution Required: (Ordinary/Special) | | Ordinary Resolution for Re-appointment of Mr. Brijmohan Dhoot (DIN 01046420) as a Director : | | | | | | |
|--|----------------|--|---------------------------|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda / resolution? | | Yes | | | | | | |
| Category | Mode of Voting | No. of Shares held | No. of valid 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 |
| Promoter and Promoter group | E-Voting | 7998046 | 6079200 | 76.0086 | 6079200 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 6079200 | 76.0086 | 6079200 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 4655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7825547 | 5082 | 0.0649 | 3681 | 1401 | 72.4321 | 27.5679 |
| | Poll | | 261 | 0.0033 | 261 | 0 | 100 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | NIL | 5343 | 0.0682 | 3942 | 1401 | 73.77 |
| Total | | 15828248 | 6084543 | 38.44 | 6083142 | 1401 | 99.98 | 0.02 |

Invalid Votes: Nil

Result: The resolution is passed with requisite majority.



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Resolution No. 3

| Resolution Required: (Ordinary/Special) | | | Special Resolution for Ratification of Remuneration payable to Mr. Ankit Kishor Chande, Cost Auditors of the Company for the Financial Year 2019-20. | | | | | |
|--|----------------|--------------------|--|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda / resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of Shares held | No. of valid 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 |
| Promoter and Promoter group | E-Voting | 7998046 | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 4655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7825547 | 5082 | 0.0649 | 3681 | 1401 | 72.4321 | 27.5679 |
| | Poll | | 251 | 0.0032 | 251 | 0 | 100 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | NIL | 5333 | 0.0681 | 3932 | 1401 | 73.73 |
| Total | | 15828248 | 7718931 | 48.77 | 7717530 | 1401 | 99.98 | 0.02 |

Invalid Votes: Nil

Result: The resolution is passed with requisite majority.



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Resolution No. 4

| Resolution Required: (Ordinary/Special) | | | Special Resolution for Appointment of Shri Prashant J. Pandit (DIN: 03079878) as an Independent Director of the Company. | | | | | |
|--|----------------|--------------------|--|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda / resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of Shares held | No. of valid 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 |
| Promoter and Promoter group | E-Voting | 7998046 | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 4655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7825547 | 5082 | 0.0649 | 3681 | 1401 | 72.4321 | 27.5679 |
| | Poll | | 261 | 0.0033 | 261 | 0 | 100 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | NIL | 5343 | 0.0682 | 3942 | 1401 | 73.73 |
| Total | | 15828248 | 7718941 | 48.77 | 7717540 | 1401 | 99.98 | 0.02 |

Invalid Votes: Nil

Result: The resolution is passed with requisite majority.



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Resolution No. 5:

| Resolution Required: (Ordinary/Special) | | | Special Resolution for Re-appointment of Shri Govardhan M. Dhoot (DIN: 01240086) as the Chairman & Managing Director of the Company. | | | | | |
|--|----------------------|--------------------------|--|--|-----------------------------|-----------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda / resolution? | | | Yes | | | | | |
| Category | Mode of Voting | No. of Shares held | No. of valid 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 |
| Promoter and Promoter group | E-Voting | 7998046 | 32,88,133 | 41.11 | 32,88,133 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 32,88,133 | 41.11 | 32,88,133 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 4655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7825547 | 5082 | 0.0649 | 3606 | 1476 | 70.9563 | 29.0436 |
| | Poll | | 261 | 0.0033 | 261 | 0 | 100 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | NIL | 5343 | 0.0682 | 3867 | 1476 | 72.3750 |
| Total | | 15828248 | 32,93,476 | 20.8075 | 32,92,000 | 1476 | 99.9551 | 0.0425 |

Invalid Votes: 19000

Result: The resolution is passed with requisite majority.



ANKIT SETHI & ASSOCIATES

Company Secretaries

Office No. 1, 22/24/26, Shipping House, 1st Floor, Kumpta Street, Fort Mumbai - 400 001

Email : csankitsethi@gmail.com ; MOB : 8655682736

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Companies (Management and Administration) Amendment Rules, 2015

To,
The Chairman,
M/s MANGALAM DRUGS AND ORGANICS LIMITED,
3RD FLOOR, RUPAM BUILDING 239, P. D'MELLO ROAD
MUMBAI – 400 001.
CIN :-L24230MH1972PLC116413

Dear Sir,

Subject:- Report on Electronic voting carried out during 22nd day of September, 2019 9:00 AM to 24th day of September 2019 at 5:00 PM and poll conducted at the 46th Annual General Meeting of M/s Mangalam Drugs and Organics Limited held on 25th September, 2019.

I, Ankit Sethi of M/s Ankit Sethi & Associates, a Practicing Company Secretary, having office at Office No. 1, 22/24/26, Shipping House, 1st Floor, Kumpta Street, Fort Mumbai – 400 001 was appointed as the scrutinizer of M/s Mangalam Drugs and Organics Limited ("the Company") for the purpose of scrutinizing the e-voting process (remote E-voting) under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Poll through Ballot form facility pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 in the resolutions contained in the notice of the Annual General Meeting (AGM) of the members of the Company dated 26th July, 2019, held on Wednesday, the 25th September, 2019 at 3.30 p.m. at Kilachand Conference Room, 2nd Floor, Indian Merchants Chamber Building, IMC Marg, Churchgate, Mumbai – 400 020.

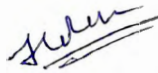
We submit our report as under:-

1. The management of the Company is responsible to ensure compliance with the requirement of the Act and Rules relating to voting through remote e-voting and ballot forms means on the resolution proposed in the Notice of the 46th Annual General Meeting (AGM) of the members of the Company dated 25th September, 2019. My responsibility as the Scrutinizer for the process of Voting through remote e-voting and ballot form at the venue of AGM is to

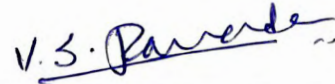


ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions proposed in the Notice to the 46th AGM of the Company, based on the report generated from e-voting systems provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company for voting through electronics means and votes cast through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 46th Annual General Meeting of the Shareholders of the Company.

2. In term of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facilities were kept open from Sunday, the 22nd September, 2019 (09.00 am) till Tuesday, the 24th September, 2019 at 05.00 pm and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on e-voting platform provided by CDSL.
3. The member of the Company as on "cut off" date i.e. on Wednesday, the 18th September, 2019, were entitled to vote on the resolution (item no. 1 to 5) as set out in the notice of 46th AGM of the Company.
4. Ballot form facility provided at the venue of the Annual General Meeting was optional till all the resolutions were considered and voted upon, only by members attending the meeting and who have not voted through Remote E-voting.
5. At the end of the voting period on Tuesday, the 24th September, 2019 at 05.00 pm, the voting portal of the service provider was blocked forthwith.
6. The votes cast were unlocked on 25th September, 2019 in the presence of two witnesses Mr. Hiren Gori and Mr. Vibhav Ranade, who are not in employment of the Company and they have signed below in confirmation of the votes being unlocked in their presence.



Witness 1 :



Witness 2 :

7. The total paid-up capital equity share capital of the Company as on "Cut-off" date Wednesday, the 18th September, 2019, was Rs. 15,82,82,480 /- divided into 1,58,28,248 equity shares of Rs. 10/- each.
8. Thereafter, the details containing *inter-alia*, list of Equity Shareholders, who voted "for" , "against" each of the resolution contained in the notice of the AGM dated 25th September, 2019, that were put to vote were generated from the e-voting website of Central Depository Services (India) Limited(CDSL) and based on such reports.

The brief analysis of the results of the voting through remote e-voting and Ballot form facility are as under:-



Item No. 1 - Ordinary Resolution:

Adoption of Audited Financial Statements alongwith Report of Board of Directors for the year ended March 31, 2019

| Particulars | No. of Votes contained in | | | | | | Percentage |
|-----------------------|---------------------------|----------------------------|---------------------|----------------------------|---------------------|----------------------------|------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. of Member Voted | No. of Votes cast (Shares) | No. of Member Voted | No. of Votes cast (Shares) | No. of Member Voted | No. of Votes cast (Shares) | |
| Assent | 49 | 77,17,279 | 16 | 251 | 65 | 77,17,530 | 48.75 |
| Dissent | 3 | 1,401 | Nil | Nil | 3 | 1401 | 0.00 |
| Total | 52 | 77,18,680 | 16 | 251 | 68 | 77,18,931 | 48.76 |
| Abstained/ Invalid | Nil | Nil | 1 | 10 | Nil | 10 | 0.00 |

Item No. 2 – Ordinary Resolution:

Re-appointment of Mr. Brijmohan Dhoot (DIN 01046420) as a Director:

| Particulars | No. of Votes contained in | | | | | | Percentage |
|-----------------------|---------------------------|----------------------------|---------------------|----------------------------|---------------------|----------------------------|------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. of Member Voted | No. of Votes cast (Shares) | No. of Member Voted | No. of Votes cast (Shares) | No. of Member Voted | No. of Votes cast (Shares) | |
| Assent | 43 | 60,82,881 | 17 | 261 | 60 | 60,83,142 | 38.43 |
| Dissent | 3 | 1,401 | Nil | Nil | 3 | 1,401 | 0.00 |
| Total | 46 | 60,84,282 | 17 | 261 | 63 | 60,84,543 | 38.44 |
| Abstained/ Invalid | 6 | 16,34,398 | Nil | Nil | 6 | 16,34,398 | 10.32 |

Item No. 3 - Special Resolution:

Ratification of Remuneration payable to Mr. Ankit Kishor Chande, Cost Auditors of the Company for the Financial Year 2019-20

| Particulars | No. of Votes contained in | | | | | | Percentage |
|-----------------------|---------------------------|----------------------------|---------------------|----------------------------|---------------------|----------------------------|------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. of Member Voted | No. of Votes cast (Shares) | No. of Member Voted | No. of Votes cast (Shares) | No. of Member Voted | No. of Votes cast (Shares) | |
| Assent | 49 | 7717279 | 16 | 251 | 65 | 77,17,530 | 48.75 |
| Dissent | 3 | 1,401 | Nil | Nil | 3 | 1,401 | 0.00 |
| Total | 52 | 7718680 | 16 | 251 | 68 | 77,18,931 | 48.76 |
| Abstained/ Invalid | Nil | Nil | 1 | 10 | Nil | 10 | 0.00 |



Item No. 4 – Special Resolution:

Appointment of Shri Prashant J. Pandit (DIN: 03079878) as an Independent Director of the Company.

| Particulars | No. of Votes contained in | | | | | | Percentage |
|-----------------------|---------------------------|----------------------------|---------------------|----------------------------|---------------------|----------------------------|------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. of Member Voted | No. of Votes cast (Shares) | No. of Member Voted | No. of Votes cast (Shares) | No. of Member Voted | No. of Votes cast (Shares) | |
| Assent | 49 | 77,17,279 | 17 | 261 | 66 | 77,17,540 | 48.75 |
| Dissent | 3 | 1,401 | Nil | Nil | 3 | 1,401 | 0.00 |
| Total | 52 | 77,18,680 | 17 | 261 | 69 | 77,18,941 | 48.76 |
| Abstained/ Invalid | Nil | Nil | Nil | Nil | Nil | Nil | Nil |

Item No. 5 – Special Resolution :

Re-appointment of Shri Govardhan M. Dhoot (DIN: 01240086) as the Chairman & Managing Director of the Company.

| Particulars | No. of Votes contained in | | | | | | Percentage |
|-----------------------|---------------------------|----------------------------|---------------------|----------------------------|---------------------|----------------------------|------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. of Member Voted | No. of Votes cast (Shares) | No. of Member Voted | No. of Votes cast (Shares) | No. of Member Voted | No. of Votes cast (Shares) | |
| Assent | 41 | 33,10,739 | 17 | 261 | 58 | 33,11,000 | 20.91 |
| Dissent | 4 | 1,476 | Nil | Nil | 4 | 1,476 | 0.00 |
| Total | 45 | 33,12,215 | 17 | 261 | 62 | 33,12,476 | 20.92 |
| Abstained/ Invalid | 7 | 44,06,465 | Nil | Nil | Nil | Nil | Nil |

Based on the forgoing, the aforesaid resolution shall be deemed to have been passed with the requisite majority.



The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 is enclosed as Annexure- "A"

All the relevant records relating to remote e-voting and ballot paper is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

Thanking you,
For **Ankit Sethi & Associates**



(Ankit Sethi)
Practicing Company Secretary
Membership No. 25415
C.P.No.11089

Dated:- 25.09.2019

Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting & Ballot Form Poll)

Annexure-"A"

| | |
|---|------------|
| Date of the AGM | 25.09.2019 |
| Total number of shareholders on record date | 19,102 |
| No. of shareholders presented in the meeting either in person or through proxy | 54 |
| Promoters and Promoters Group : | 10 |
| Public | 44 |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | Nil |
| Public | Nil |



Agenda- wise disclosure

Resolution No. 1 :

| Resolution Required: (Ordinary/Special) | | | Ordinary Resolution for Adoption of Audited Financial Statements alongwith Report of Board of Directors for the year ended March 31, 2019 | | | | | |
|--|----------------|--------------------|---|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda / resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of Shares held | No. of valid 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 |
| Promoter and Promoter group | E-Voting | 7998046 | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 4655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7825547 | 5082 | 0.0649 | 3681 | 1401 | 72.4321 | 27.5679 |
| | Poll | | 251 | 0.0032 | 251 | 0 | 100 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | NIL | 5333 | 0.0681 | 3932 | 1401 | 73.73 |
| Total | | 15828248 | 7718931 | 48.7668 | 7717530 | 1401 | 99.98 | 0.02 |

Invalid Votes: Nil

Result: The resolution is passed with requisite majority.



Resolution No. 2 :

| Resolution Required: (Ordinary/Special) | | | Ordinary Resolution for Re-appointment of Mr. Brijmohan Dhoot (DIN 01046420) as a Director : | | | | | |
|--|----------------|--------------------|--|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda / resolution? | | | Yes | | | | | |
| Category | Mode of Voting | No. of Shares held | No. of valid 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 |
| Promoter and Promoter group | E-Voting | 7998046 | 6079200 | 76.0086 | 6079200 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 6079200 | 76.0086 | 6079200 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 4655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7825547 | 5082 | 0.0649 | 3681 | 1401 | 72.4321 | 27.5679 |
| | Poll | | 261 | 0.0033 | 261 | 0 | 100 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | NIL | 5343 | 0.0682 | 3942 | 1401 | 73.77 |
| Total | | 15828248 | 6084543 | 38.44 | 6083142 | 1401 | 99.98 | 0.02 |

Invalid Votes: Nil

Result: The resolution is passed with requisite majority



Resolution No. 3 :

| Resolution Required: (Ordinary/Special) | | | Special Resolution for Ratification of Remuneration payable to Mr. Ankit Kishor Chande, Cost Auditors of the Company for the Financial Year 2019-20. | | | | | |
|--|----------------|--------------------|--|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda / resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of Shares held | No. of valid 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 |
| Promoter and Promoter group | E-Voting | 7998046 | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 4655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7825547 | 5082 | 0.0649 | 3681 | 1401 | 72.4321 | 27.5679 |
| | Poll | | 251 | 0.0032 | 251 | 0 | 100 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | NIL | 5333 | 0.0681 | 3932 | 1401 | 73.73 |
| Total | | 15828248 | 7718931 | 48.77 | 7717530 | 1401 | 99.98 | 0.02 |

Invalid Votes: Nil

Result: The resolution is passed with requisite majority.



Resolution No. 4 :

| Resolution Required: (Ordinary/Special) | | | Special Resolution for Appointment of Shri Prashant J. Pandit (DIN: 03079878) as an Independent Director of the Company. | | | | | |
|--|----------------|--------------------|--|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda / resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of Shares held | No. of valid 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 |
| Promoter and Promoter group | E-Voting | 7998046 | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 7713598 | 96.4435 | 7713598 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 4655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7825547 | 5082 | 0.0649 | 3681 | 1401 | 72.4321 | 27.5679 |
| | Poll | | 261 | 0.0033 | 261 | 0 | 100 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | NIL | 5343 | 0.0682 | 3942 | 1401 | 73.73 |
| Total | | 15828248 | 7718941 | 48.77 | 7717540 | 1401 | 99.98 | 0.02 |

Invalid Votes: Nil

Result: The resolution is passed with requisite majority.



Resolution No. 5

| Resolution Required: (Ordinary/Special) | | | Special Resolution for Re-appointment of Shri Govardhan M. Dhoot (DIN: 01240086) as the Chairman & Managing Director of the Company. | | | | | |
|--|----------------|--------------------|--|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda / resolution? | | | Yes | | | | | |
| Category | Mode of Voting | No. of Shares held | No. of valid 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 |
| Promoter and Promoter group | E-Voting | 7998046 | 32,88,133 | 41.11 | 32,88,133 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 32,88,133 | 41.11 | 32,88,133 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 4655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7825547 | 5082 | 0.0649 | 3606 | 1476 | 70.9563 | 29.0436 |
| | Poll | | 261 | 0.0033 | 261 | 0 | 100 | 0 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | NIL | 5343 | 0.0682 | 3867 | 1476 | 72.3750 |
| Total | | 15828248 | 32,93,476 | 20.8075 | 32,92,000 | 1476 | 99.9551 | 0.0425 |



Invalid Votes: 19,000

Result: The resolution is passed with requisite majority.

Thanking you,

For **Ankit Sethi & Associates**



(Ankit Sethi)

Practicing Company Secretary

Membership No. 25415

C.P.No.11089



Countersigned by
For **Mangalam Drugs & Organics Limited**



Govardhan M. Dhoot

Chairman & Managing Director

DIN: 01240086

Dated:- 25.09.2019