



MPS Limited

A-1, Tower A, 4th Floor, Windsor IT Park, Sector 125, Noida
Tel: +91 120 4599 750 Fax: +91 120 4021 280

Ref: MPSTL/SE/32/2024-25

Date: 09 August 2024

National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051, India Symbol: MPSTLTD ISIN: INE943D01017	BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001, India Scrip Code: 532440 ISIN: INE943D01017
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Dear Sirs,

Sub: Voting Results u/r 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Consolidated Scrutinizer's Report

This is with reference to our earlier intimation dated 08 August 2024, vide which we intimated the brief proceedings of the 54th Annual General Meeting ('AGM') of MPS Limited which was duly convened on Thursday, 08 August 2024, at 05:00 P.M, through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM').

In this regard and in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to further inform you that the Shareholders of the Company vide remote e-voting and e-voting at the AGM, approved all the resolutions as set out Notice convening 54th AGM of the Company, as details below with requisite majority:

Ordinary Business:

S.No.	Resolution	Type of Resolution
1.	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2024, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2024, together with the Report of the Auditors thereon.	Ordinary Resolution
2.	To confirm the payment of Interim Dividend of INR 30/- (Rupees Thirty Only) per Equity Share of INR 10/- each already paid during the year as Interim Dividend for the Financial Year 2023-24 and to declare a Final Dividend of INR 45/- (Rupees Forty-Five Only) per Equity Share of INR 10/- each for the Financial Year 2023-24.	Ordinary Resolution
3.	To appoint Ms. Yamini Tandon (DIN: 06937633), Non-Independent and Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution

In terms of Regulation 44(3) of SEBI Listing Regulations, the copy of the voting results and Scrutinizer's Report are enclosed herewith as "Annexure-A" and "Annexure-B" respectively.

www.mpslimited.com

Registered Office: RR Towers IV, Super A, 16/17, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai-600032 (INDIA), Tel: +91 44 49162222 Fax: +91 44 49 16 2225 Email: info@mpslimited.com

Corporate Identification Number: L22122TN1970PLC005795



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The result of the remote e-voting and e-voting at the AGM along with the Report of the Scrutinizer are also being hosted on the website of the Company i.e. www.mpslimited.com and website of Central Depository Services (India) Limited (CDSL) (e-voting agency) i.e. www.cdslindia.com.

This is for your kind information and record.

Thanking you,

Yours Faithfully,
For MPS Limited

Raman Sapra
Company Secretary and Compliance Officer

Encl: As Above

www.mpslimited.com

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Corporate Identification Number: L22122TN1970PLC005795

NAME OF THE COMPANY: MPS LIMITED

NO OF SHAREHOLDERS AS ON E-VOTING CUT OFF DATE - 16692

1.To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2024, together with the Reports of the Board of Directors and the Auditors thereon.

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
NON PROMOTER- NON PUBLIC	E-VOTING	145107	145107	100	145107	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		145107	145107	100	145107	0	100
PROMOTER AND PROMOTER~GROUP	E-VOTING	11690615	11690615	100	11690615	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		11690615	11690615	100	11690615	0	100
PUBLIC-INSTITUTIONS	E-VOTING	592620	426585	71.98	426585	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		592620	426585	71.98	426585	0	100
PUBLIC-NON INSTITUTIONS	E-VOTING	4677474	161825	3.46	161798	27	99.98	0.02
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		12434	0	12433	1	99.99	0.01
	SUB TOTAL		4677474	174259	3.73	174231	28	99.98
GRAND TOTAL		17105816	12436566	72.7	12436538	28	100	0



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NAME OF THE COMPANY: MPS LIMITED

2.To confirm the payment of Interim Dividend of INR 30/- (Rupees Thirty Only) per Equity Share of INR 10/- each already paid during the year as Interim Dividend for the Financial Year 2023-24 and to declare a Final Dividend of INR 45/- (Rupees Forty-Five Only) per Equity Share of INR 10/- each for the Financial Year 2023-24.

Resolution Required:(Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter groups are								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
NON PROMOTER- NON PUBLIC	E-VOTING	145107	145107	100	145107	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		145107	145107	100	145107	0	100
PROMOTER AND PROMOTER~GROUP	E-VOTING	11690615	11690615	100	11690615	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		11690615	11690615	100	11690615	0	100
PUBLIC-INSTITUTIONS	E-VOTING	592620	432369	72.96	432369	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		592620	432369	72.96	432369	0	100
PUBLIC-NON INSTITUTIONS	E-VOTING	4677474	161825	3.46	161798	27	99.98	0.02
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		12434	0	12433	1	99.99	0.01
	SUB TOTAL		4677474	174259	3.73	174231	28	99.98
GRAND TOTAL		17105816	12442350	72.74	12442322	28	100	0

NAME OF THE COMPANY: MPS LIMITED

3.To appoint Ms. Yamini Tandon (DIN: 06937633), Non-Independent and Non- Executive Director, who retires by rotation and being eligible, offers herself for reappointment.

Resolution Required:(Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter groups are								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
	E-VOTING	145107	145107	100	145107	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		145107	145107	100	145107	0	100
PROMOTER AND PROMOTER~GROUP	E-VOTING	11690615	11690615	100	11690615	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		11690615	11690615	100	11690615	0	100
PUBLIC-INSTITUTIONS	E-VOTING	592620	432369	72.96	432369	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		592620	432369	72.96	432369	0	100
PUBLIC-NON INSTITUTIONS	E-VOTING	4677474	161825	3.46	161797	28	99.98	0.02
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		12434	0	12433	1	99.99	0.01
	SUB TOTAL		4677474	174259	3.73	174230	29	99.98
GRAND TOTAL		17105816	12442350	72.74	12442321	29	100	0

**RAMAN
SAPRA**

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Consolidated Scrutinizer's Report

9th August, 2024

The Chairman
MPS Limited,
RR Tower IV, Super A, 16/17,
Thiru-Vi-Ka Industrial Estate,
Guindy, Chennai - 600 032.

Ref: 54th Annual General Meeting (AGM) of the Members of MPS Limited held on 8th August, 2024 at 5.00 P.M. (IST) by way of Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

We, R. Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of MPS LIMITED vide resolution dated 21st May, 2024, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Monday, 5th August, 2024 (9.00 A.M.) (IST) to Wednesday, 7th August, 2024 (5.00 P.M.) (IST) and through electronic voting (e-voting) during the 54th Annual General Meeting (AGM) of the members of the Company, held on Thursday, 8th August, 2024 at 5.00 P.M. (IST) by way of Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We now submit our Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means by remote e-voting and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.
2. The Company has availed remote e-voting and electronic voting (e-voting) at the AGM provided by Central Depository Services (India) Limited (CDSL) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
3. The shareholders of the Company as on the "cut off" date i.e. Thursday, 1st August, 2024 were entitled to vote as set out in the notice of the Annual General Meeting.
4. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility provided by CDSL. The shareholders present at the AGM and who had not casted their votes through remote e-voting facility were provided the facility of electronic voting (e-voting) at the AGM.
5. We have scrutinized and reviewed the remote e-voting, electronic voting (e-voting) after conclusion of the AGM. We have unblocked the votes cast by the members through remote e-voting and electronic voting (e-voting) in the presence of two witnesses Mr. K Satheesh and Ms. M Krishnapriya, who are not in the employment of the Company. The votes tendered therein in respect of the remote e-voting and electronic voting (e-voting) at the AGM are based on the data downloaded from the official website of CDSL.
6. Based on the data downloaded from the Official website of CDSL for the remote e-voting and on the basis of the report furnished to us by them on the electronic voting (e-voting), we now submit our consolidated report (Remote e-voting and electronic voting (e-voting)) as under:

Item No. 1- Adoption of Audited Standalone and Consolidated Financial Statements together with Reports of the Board of Directors and Auditor's thereon for the financial year ended 31st March, 2024.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
85	12424105	11	12433	12436538	99.9998

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
1	27	1	1	28	0.0002

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution is more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.

Item No. 2 – Confirmation for payment of Interim Dividend of INR 30/- (Rupees Thirty Only) per Equity Share of INR 10/- each already paid during the year as Interim Dividend for the Financial Year 2023-24 and Declaration of Final Dividend of INR 45/- (Rupees Forty-Five Only) per Equity Share of INR 10/- each for the Financial Year 2023-24.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
86	12429889	11	12433	12442322	99.9998

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
1	27	1	1	28	0.0002

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution is more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.

Item No. 3 – Appointment of Ms. Yamini Tandon (DIN: 06937633), Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment as a Director.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
85	12429888	11	12433	12442321	99.9998

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
2	28	1	1	29	0.0002

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution is more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.

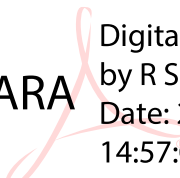
7. A list of Equity Shareholders who voted "**FOR**", "**AGAINST**" the resolutions (Both through Remote e-voting and electronic voting (e-voting) at the AGM) has been handed over to the Company Secretary.

8. The electronic data relating to remote e-voting and electronic voting (e-voting), all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,

**Yours faithfully,
For R. Sridharan & Associates
Company Secretaries**

R
SRIDHARA
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Digitally signed
by R SRIDHARAN
Date: 2024.08.09
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**CS R. Sridharan
CP No. 3239
FCS No. 4775
PR No. 657/2020
UDIN: F004775F000938235**