



Mangalore Chemicals
& Fertilizers Limited

722/POSTALBALLOT/2023

June 01, 2023

National Stock Exchange of
India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
MUMBAI - 400 051

BSE Limited,
Floor 25, Phiroze Jeejeebhoy
Towers, Dalal Street
MUMBAI - 400 001

Dear Sir/Madam,

Company's Scrip Code in BSE : 530011 MANGCHEM
Company's Symbol in NSE : MANGCHEFER
ISIN : INE558B01017

Sub: Submissions of voting results of Postal Ballot and Scrutinizer's Report

The Company had sought approval of members through Postal Ballot vide Postal Ballot Notice dated March 25, 2023 for

- Appointment of Mr. N Suresh Krishnan (DIN: 00021965) as a Non-Executive Director

Pursuant to Reg 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that based on the report submitted by the Scrutinizer, the aforesaid resolution have been passed with requisite majority by the shareholders of the Company on May 31, 2023 i.e. last date of e-voting.

The results of Postal Ballot along with report of the scrutinizer dated June 01, 2023 for the postal ballot process is enclosed herewith.

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For Mangalore Chemicals & Fertilizers Limited

Vijayamahantesh Khannur
Company Secretary

Encl: As above

Summary of Voting Results of Postal Ballot
pursuant to Reg. 44(3) of SEBI (LODR) Regulations, 2015.

Voting results	
Record date	21-04-2023
Total number of shareholders on record date	54764
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Add Notes



Resolution (1)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No Appointment of Mr. N Suresh Krishnan (DIN: 00021965) as a Non-Executive Director				
Category	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
Promoter and Promoter Group	E-Voting	71851686	6259944	8.7123	6259944	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6259944	8.7123	6259944	0	100.0000	0.0000
Public- Institutions	E-Voting	2248489	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	44414975	18383	0.0414	17743	640	96.5185	3.4815
	Poll							
	Postal Ballot (if applicable)							
	Total		18383	0.0414	17743	640	96.5185	3.4815
Total	Total	118515150	6278327	5.2975	6277687	640	99.9898	0.0102
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	579000
Public - Non Insitutions	0



REPORT OF SCRUTINIZER

To:
The Chairman
Mangalore Chemicals & Fertilizers Limited
(CIN- L24123KA1966PLC002036)
Regd. Office- Level 11, UB Tower, UB City, No. 24, Vittal Mallya Road,
Bengaluru – 560 001

I, Sudhir V Hulyalkar, Company Secretary in Practice, having my office at 4th Floor, Prabhas Complex, #27/1, S. Kariyappa Road, Basavanagudi, Bangalore- 560004 have been appointed as the Scrutinizer by the Board of directors of Mangalore Chemicals & Fertilizers Limited at its meeting held on Saturday, 25th March 2023 for the purpose of scrutinising the postal ballot process and to submit my report in respect of the following resolutions:

Resolution 1: Appointment of Mr. N Suresh Krishnan (DIN: 00021965) as a Non-Executive Director (Ordinary Resolution):

RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. N Suresh Krishnan (DIN: 00021965) be and is hereby appointed as Non-Executive Director of the Company, liable to retire by rotation.

As required by Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014, I submit my report as under:



Sudhir Vishnupant Hulyalkar
Company Secretaries

1. I declare and confirm that I am not in employment of the Company and the Board is of the opinion that I can conduct the postal ballot process in a fair and transparent manner.
2. I have given my consent to act as the scrutinizer for the postal ballot under reference.
3. The notice and procedure for voting on resolution was sent through electronic mode to those members whose email address was registered either with the Company or Depositories in accordance with Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, 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, General Circular No.20/2021 dated December 08, 2021, General Circular 03/2022 dated May 5, 2022 and General Circular 11/2022 dated December 28, 2022 in relation to “clarification on passing of ordinary and special resolutions by companies under the and the rules made thereunder and more particularly on passing of certain items only through postal ballot” issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).
4. The notice was also made available on the Company’s website www.mangalorechemicals.com and websites of the Stock Exchanges i.e., BSE Limited, and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of Central Depository Services (India) Limited (“CDSL”) www.evotingindia.com.



5. Members whose names appeared in the Register of Members/Register of Beneficial Owners as on Friday, April 21, 2023 (cut-off date) were entitled to cast their vote through postal ballot by electronic means (remote e-voting) only.
6. In terms of above-mentioned MCA Circulars, the shareholders were provided the facility to cast their vote for this postal ballot by electronic means (e-voting) only through CDSL e-voting platform at <https://www.evotingindia.com>.
7. The voting commenced on Tuesday, May 02, 2023 (10.00 AM IST) and ended on Wednesday, May 31, 2023 (5.00 PM IST)
8. Total 95 shareholders have voted through e-voting. The summary of the votes cast through postal ballot process (E voting) is as under:

PARTICULARS		For	Against	Not Voted	Invalid*	TOTAL
Resolution 1	Votes	62,77,687	640	0	5,79,000	68,57,327
	No. of shareholders (Count)	88	6	0	1	95

* The one shareholder being institutional/Corporate shareholder did not submit/upload proper authorization as per instructions mentioned in the notice of postal ballot and as required to be submitted under the provisions of the Companies Act, 2013 are considered as invalid.



9. I have scrutinized the votes casted through postal ballot by e-voting and I have maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014. The votes which are valid and voted either 'For' or 'Against' are considered for the summary of results. Based upon the same, I submit the summary for result of Postal Ballot as under:

Resolution No. 1:

Appointment of Mr. N Suresh Krishnan (DIN: 00021965) as a Non-Executive Director (Ordinary Resolution):

i) Voted in favor of the resolution:

Number of members voted through postal ballot (electronic voting system)	Number of Votes cast (Shares)	% of total number of valid votes cast
88	62,77,687	99.99%

ii) Voted against the resolution:

Number of members voted through postal ballot (electronic voting system)	Number of Votes cast (Shares)	% of total number of valid votes cast
6	640	0.01%

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	5,79,000



10. The register and other documents relating to voting by electronic means shall remain in the safe custody until the Chairman considers, approves and signs the Minutes and thereafter the same shall be handed over to the Company Secretary for safe keeping.
11. You may accordingly declare the result of the Voting by Postal Ballot.

Thanking You



Sudhir Vishnupant Hulyalkar

Company Secretary in Practice

Scrutinizer for Postal Ballot

FCS No: 6040 CP No: 6137

UDIN: F006040E000439033



Place: Bengaluru

Date: 01/06/2023