



MANUGRAPH
Technology in Print

May 26, 2023

To
Dept. of Corporate Services,
BSE Limited,
Phiroze Jeejebhoy Tower,
Dalal Street, Fort,
Mumbai – 400 001.

To
The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Security Code No. : 505324

Security Symbol : MANUGRAPH
Security Series : EQ

Dear Sirs,

Sub.: Disclosure of Voting Results - Postal Ballot

This is further to our letter dated April 25, 2023 relating to disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') providing Postal Ballot Notice dated April 21, 2023 seeking approval of the members of the Company, by way of remote e-voting process for:

1. Appointment of Mr. K N Padmanabhan (DIN: 10040838) as a Director of the Company and as a Non-Executive Independent Director, not liable to retire by rotation, on the Board of Directors of the Company for a term of five (5) consecutive years upto March 1, 2028, and
2. Appointment of Mr. Nimish Vakil (DIN: 00368177) as a Director of the Company and as a Non-Executive Independent Director, not liable to retire by rotation, on the Board of Directors of the Company for a term of five (5) consecutive years upto March 1, 2028.

In this regard, please find enclosed herewith:

1. Voting results as required under Regulation 44(3) of the Listing Regulations; and
2. Report of the Scrutinizer dated May 26, 2023.

This is for your information and records.

The report will also be available on the website of the Company viz. www.manugraph.com.

Thanking you,

Yours faithfully

For **Manugraph India Limited**

Mihir Mehta
Company Secretary

MANUGRAPH INDIA LTD.

Encl.: a/a

Sidhwa House, N. A. Sawant Marg, Colaba, Mumbai - 400 005. India.
Tel: 91-22-2287 4815 Fax: 91-22-2287 0702 CIN: L29290MH1972PLC015772
Email: info@manugraph.com Website: www.manugraph.com

Annexure I

Name of the Company
Date of AGM / EGM

Manugraph India Limited
Not

Date of the Postal Ballot Notice

Resolutions passed through Postal Ballot on 25-May-2023

Voting Start Date

21-Apr-23

Voting End Date

26-Apr-23

Total No. of Shareholders on Record Date/Cut Off Date viz. April 21, 2023

25-May-23

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

11136

a) Promoters and Promoter group

Not Applicable

b) Public

Not Applicable

No. of shareholders attended the meeting through video conferencing

a) Promoters and Promoter group

Not Applicable

b) Public

Not Applicable

No. of resolution

2

No. of Shareholders who had cast their votes on the remote e-voting platform for postal ballot

67

Annexure II

Agenda wise disclosure

The Mode of voting for the resolutions was remote e-voting

VOTING RESULTS

1. Resolution required: Special			Appointment of Mr. K N Padmanabhan (DIN: 10040838) as a Non - Executive 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 Votes Cast	% of Votes cast on outstanding shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes cast	% of Votes against on votes cast
		(1)	(2)	(3) =	(4)	(5)	(6)=[(4)/(2)]*10	(7)=
Promoter and Promoter Group	Postal ballot through remote E-Voting process	17,540,078	15,548,344	88.645	15,548,344	-	100.000	-
	Poll		-	-	-	-	-	-
	Total	17,540,078	15,548,344	88.645	15,548,344	-	100.000	-
Public - Institutions	Postal ballot through remote E-Voting process	234,406	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	234,406	-	-	-	-	-	-
Public - Non Institutions	Postal ballot through remote E-Voting process	12,640,577	16,185	0.128	14,242	1,943	87.995	12.005
	Poll		-	-	-	-	-	-
	Total	12,640,577	16,185	0.128	14,242	1,943	87.995	12.005
Total		30,415,061	15,564,529	51.174	15,562,586	1,943	99.988	0.012

2. Resolution required: Special			Appointment of Mr. Nimish Vakil (DIN: 00368177) 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 Votes Cast	% of Votes cast on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes cast	% of Votes against on votes cast
		(1)	(2)	(3) =	(4)	(5)	(6)=[(4)/(2)]*10	(7)=
Promoter and Promoter Group	Postal ballot through remote E-Voting process	17,540,078	15,548,344	88.645	15,548,344	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total	17,540,078	15,548,344	88.645	15,548,344	0	100.000	0.000
Public - Institutions	Postal ballot through remote E-Voting process	234,406	0	0.000	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total	234,406	0	0.000	0	0	0.000	0.000
Public - Non Institutions	Postal ballot through remote E-Voting process	12,640,577	16,185	0.128	14,442	1,743	89.231	10.769
	Poll		0	0.00	0	0	0.000	0.000
	Total	12,640,577	16,185	0.128	14,442	1,743	89.231	10.769
Total		30,415,061	15,564,529	51.174	15,562,786	1,743	99.989	0.011





AASHISH K. BHATT & ASSOCIATES

Practicing Company Secretaries

Aashish K. Bhatt
B.Com., A.C.S., PGDSL

SCRUTINIZER'S REPORT ON POSTAL BALLOT

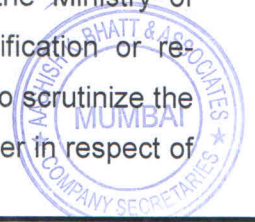
[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman,
Manugraph India Limited,
Sidhwa House, 2nd Floor, N.A.
Sawant Marg, Colaba, Mumbai – 400 005.

Subject: Scrutinizer's Report on Shareholders voting through Postal Ballot.

Dear Sir,

I, Aashish K. Bhatt, Proprietor of M/s. Aashish K. Bhatt & Associates, Practicing Company Secretaries, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of Manugraph India Limited (hereinafter referred as "the Company") in their meeting dated March 2, 2023, pursuant to Section 108, 110 of the Companies Act, 2013 other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the applicable rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No.17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021, the General Circular No. 20/2021 dated December 8, 2021, Circular No. 3/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022 and such other circulars issued by the Ministry of Corporate Affairs in this regards("MCA Circulars")(including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), to scrutinize the postal ballot voting process through remote e-voting in a fair and transparent manner in respect of



D / 101, Lata Annexe, Above Axis Bank, W. E. Highway, Borivali (East), Mumbai - 400 066.

Mob. : 98671 51081, 80979 85754 • Telefax : 022 2846 1715.

Email : mail@aashishbhatt.in • W. : www.aashishbhatt.in

the resolution as mentioned in the Notice of Postal Ballot dated April 21, 2023 proposed to be passed by the shareholders of the Company. The members were requested to convey their assent / dissent through remote e-voting system commencing from Wednesday, April 26, 2023 at 9.00 a.m. (IST) to Thursday, May 22, 2023 at 5.00 p.m.(IST) (hereinafter referred to as "the remote e-voting period").

In accordance with the MCA circulars, the Company has sent the Notice of Postal Ballot in electronic form only and no physical copy of Notice of Postal Ballot, Postal ballot form and pre-paid business reply envelop was required to be sent to the shareholders. Accordingly, the communication of the assent or dissent of the members took place through remote e-voting system only.

Members of the Company were provided remote e-voting facility through National Securities Depository Limited ("NSDL") whereby they could cast their votes during the remote e-voting period and some members of the Company voted during the aforesaid period. After the said remote e-voting period, the voting portal had been disabled by NSDL, the service provider.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the rules made there under and SEBI Listing regulations.

My responsibility as a scrutinizer was restricted to scrutinize the postal ballot voting process through remote e-voting in a fair and transparent manner and to prepare a scrutinizer's report for the votes cast as assent or dissent/ favour or against on the resolutions as stated in the Notice of Postal ballot, based on report generated from e-voting system provided by NSDL.

The Cut-off date for the purpose of identifying the Shareholders/list of beneficial owners who will be entitled to vote on the resolution for approval of the members was Friday, April 21, 2023.

After receiving the votes cast electronically on May 25, 2023 i.e. the last date specified for receipt of votes, the votes cast through remote e-voting were duly unblocked by me in the presence of Ms. Khushboo Panchal and Ms. Dhara Dalal, who were witnesses in accordance rule 20 sub rule 4(xii) of the said rules.

The documents pertaining to remote e-voting and all other relevant records are kept in our safe custody and be retained until it is approved and signed by the Chairman or any other official authorised by the Chairman, and thereafter shall be handed over to the Company Secretary for safe keeping.



Information with respect to number of members who had cast their votes on the remote e-voting platform till Thursday, May 25, 2023 at 5.00 p.m.(IST) is provided as Annexure 1 and the result of total votes cast, whether in favour or against, in accordance with the aforesaid Rules is annexed as Annexure 2 to this Report and based on which we confirm that the Special resolutions were passed with requisite majority.

You are requested to acknowledge the receipt of this report.

Thanking you,

**For Aashish K. Bhatt & Associates,
Practicing Company Secretaries**

**Aashish
Kamlesh
h Bhatt**

Digitally signed by Aashish
Kamlesh Bhatt
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o=Personal,
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Aashish Bhatt

Proprietor

ACS No.:19639, COP No.: 7023

ICSI Unique Code: S2008MH100200

Peer Review Certificate No.: 2959/2023

UDIN: A019639E000384553

Place: Mumbai

Date: 26.05.2023

Countersigned by:

For Manugraph India Limited

Chairman of the Company

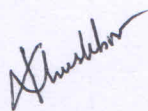
WITNESSES' CONFIRMATION

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and with respect to the conduct of postal ballot voting through remote e-voting process of Manugraph India Limited ("the Company"), on the resolutions set out in the Notice of Postal ballot, which was held from Wednesday, April 26, 2023 at 9.00 a.m. (IST) to Thursday, May 25, 2023 at 5.00 p.m.(IST) through remote e-voting, we, Ms. Khushboo Panchal (working at D/101, Lata Annexe, Above Axis Bank, W.E highway, Borivali (East), Mumbai – 400 066) and Ms. Dhara Dalal (working at D/101, Lata Annexe, Above Axis Bank, W.E highway, Borivali (East), Mumbai – 400 066) hereby confirm our witnessing to the unblocking of votes cast through remote e-voting process.

We further state that we are not in the employment of the Company.

Witness 1:

Witness 2:



(Khushboo Panchal)



(Dhara Dalal)

Date: 26.05.2023

Place: Mumbai

ANNEXURE - 1

Date of passing of the resolution through postal ballot	May 25, 2023
Total number of shareholders as on cut off date i.e April 21, 2023 for remote e-voting	11,136
No. of Shareholders who had cast their votes on the remote e-voting platform for postal ballot resolutions	67

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Kamlesh Bhatt
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ANNEXURE - 2

1. Resolution required: Special			Appointment of Mr. K N Padmanabhan (DIN: 10040838) as a Non - Executive 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 Votes Cast	% of Votes cast on outstanding shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes cast	% of Votes against on votes cast
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	postal ballot through remote E-Voting process	1,75,40,078	1,55,48,344	88.645	1,55,48,344	0	100.000	0.000
	poll		0	0.00	0	0	0.000	0.000
	Total		1,55,48,344	88.645	1,55,48,344	0	100.000	0.000
Public - Institutions	postal ballot through remote E-Voting process	2,34,406	0	0.000	0	0	0.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total		0	0.000	0	0	0.000	0.000
Public - Non Institutions	postal ballot through remote E-Voting process	1,26,40,577	16,185	0.128	14,242	1,943	87.995	12.005
	poll		0	0.00	0	0	0.000	0.000
	Total		16,185	0.128	14,242	1,943	87.995	12.005
Total		3,04,15,061	1,55,64,529	51.174	1,55,62,586	1,943	99.988	0.012

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2. Resolution required: Special			Appointment of Mr. Nimish Vakil (DIN: 00368177) 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 Votes Cast	% of Votes cast on outstanding shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes cast	% of Votes against on votes cast
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	postal ballot through remote E-Voting process	1,75,40,078	1,55,48,344	88.645	1,55,48,344	0	100.000	0.000
	poll		0	0.00	0	0	0.000	0.000
	Total	1,75,40,078	1,55,48,344	88.645	1,55,48,344	0	100.000	0.000
Public - Institutions	postal ballot through remote E-Voting process	2,34,406	0	0.000	0	0	0.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	Total	2,34,406	0	0.000	0	0	0.000	0.000
Public - Non Institutions	postal ballot through remote E-Voting process	1,26,40,577	16,185	0.128	14,442	1,743	89.231	10.769
	poll		0	0.00	0	0	0.000	0.000
	Total	1,26,40,577	16,185	0.128	14,442	1,743	89.231	10.769
Total		3,04,15,061	1,55,64,529	51.174	1,55,62,786	1,743	99.989	0.011

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