



Mangalore Chemicals
& Fertilizers Limited

MCFL/AGM/2022

September 14, 2022

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

Department of Corporate Services - CRD
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: Regulation 44(3) of SEBI (LODR) Regulations, 2015 - Voting results and Consolidated Report of the scrutinizer

This is to inform you that the Shareholders at the 55th Annual General Meeting of the Company held on Tuesday, 13th September, 2022 have approved all the resolutions as set out in the notice of the 55th Annual General Meeting.

Please find enclosed herewith the consolidated voting details of the 55th Annual General Meeting together with the report of the Scrutinizer dated 13th September, 2022.

Request you to kindly take the same on record.

Thanking you,

Yours Faithfully,
For Mangalore Chemicals and Fertilizers Limited

Vijayamahantesh Khannur
Company Secretary

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

Voting results	
Record date	06-09-2022
Total number of shareholders on record date	61182
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	41
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	Add Notes

Home

Validate

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Accounts Balance Sheet of the Company as at March 31, 2022, the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and the Statutory Auditors thereon.				
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		70494500	98.2479	70494500	0	100.0000	0.0000
	Poll	71751686						
	Postal Ballot (if applicable)							
	Total	71751686	70494500	98.2479	70494500	0	100.0000	0.0000
Public- Institutions	E-Voting		110142	2.3639	110142	0	100.0000	0.0000
	Poll	4659375						
	Postal Ballot (if applicable)							
	Total	4659375	110142	2.3639	110142	0	100.0000	0.0000
Public- Non Institutions	E-Voting		19398	0.0461	19398	3	99.9845	0.0155
	Poll	42104089						
	Postal Ballot (if applicable)							
	Total	42104089	19398	0.0461	19398	3	99.9845	0.0155
Total	Total	118515150	70624040	59.5907	70624037	3	100.0000	0.0000
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 Institutions	0
Public - Non Institutions	0

[Home](#)
[Validate](#)

Resolution (2)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No				
Description of resolution considered				Declaration of Dividend for the financial year 2021-22				
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		70494500	98.2479	70494500	0	100.0000	0.0000
	Poll	71751686						
	Postal Ballot (if applicable)							
	Total	71751686	70494500	98.2479	70494500	0	100.0000	0.0000
Public- Institutions	E-Voting		110142	2.3639	110142	0	100.0000	0.0000
	Poll	4659375						
	Postal Ballot (if applicable)							
	Total	4659375	110142	2.3639	110142	0	100.0000	0.0000
Public- Non Institutions	E-Voting		19398	0.0461	19398	2	99.9897	0.0103
	Poll	42104089						
	Postal Ballot (if applicable)							
	Total	42104089	19398	0.0461	19398	2	99.9897	0.0103
Total	Total	118515150	70624040	59.5907	70624038	2	100.0000	0.0000
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 Institutions	0
Public - Non Institutions	0

Home

Validate

Resolution (3)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Akshay Poddar whc retires by rotation and being eligible, offres himself for re-appointment.				
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	71751686	69192069	96.4327	69192069	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		71751686	69192069	96.4327	69192069	0	100.0000
Public- Institutions	E-Voting	4659375	110142	2.3639	14526	95616	13.1884	86.8116
	Poll							
	Postal Ballot (if applicable)							
	Total		4659375	110142	2.3639	14526	95616	13.1884
Public- Non Institutions	E-Voting	42104089	19398	0.0461	19395	3	99.9845	0.0155
	Poll							
	Postal Ballot (if applicable)							
	Total		42104089	19398	0.0461	19395	3	99.9845
Total	Total	118515150	69321609	58.4918	69225990	95619	99.8621	0.1379
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	0
Public - Non Insitutions	0

Home

Validate

Resolution (4)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No Appointment of Statutory Auditors				
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	71751686	70494500	98.2479	70494500	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		70494500	98.2479	70494500	0	100.0000	0.0000
Public-Institutions	E-Voting	4659375	110142	2.3639	110142	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		110142	2.3639	110142	0	100.0000	0.0000
Public- Non Institutions	E-Voting	42104089	19398	0.0461	19383	15	99.9227	0.0773
	Poll							
	Postal Ballot (if applicable)							
	Total		19398	0.0461	19383	15	99.9227	0.0773
Total	Total	118515150	70624040	59.5907	70624025	15	100.0000	0.0000
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	0
Public - Non Insitutions	0

[Home](#)
[Validate](#)

Resolution (5)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No Ratification of Cost Auditor's remuneration				
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	71751686	70494500	98.2479	70494500	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		70494500	98.2479	70494500	0	100.0000	0.0000
Public-Institutions	E-Voting	4659375	110142	2.3639	110142	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		110142	2.3639	110142	0	100.0000	0.0000
Public- Non Institutions	E-Voting	42104089	19398	0.0461	19383	15	99.9227	0.0773
	Poll							
	Postal Ballot (if applicable)							
	Total		19398	0.0461	19383	15	99.9227	0.0773
Total	Total	118515150	70624040	59.5907	70624025	15	100.0000	0.0000
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	0
Public - Non Insitutions	0



Sudhir V Hulyalkar
Company Secretary

To

Date: 13/09/2022

The Chairman,
55th Annual General Meeting of the equity shareholders of
Mangalore Chemicals & Fertilizers Limited
(CIN: L24123KA1966PLC002036)
Level 11, UB Tower, UB City 24, Vittal Mallya Road, Bangalore-560001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management & Administration) Rules, 2014 and e-voting conducted during 55th Annual General Meeting of the Mangalore Chemicals & Fertilizers Limited held on Tuesday, 13th September 2022 at 3:00 P.M (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

I, Sudhir V Hulyalkar, Company Secretary in Practice, appointed as the Scrutinizer by the Board of Directors of the Mangalore Chemicals & Fertilizers Limited (the Company), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the voting by electronic means (e-voting) both remote e-voting and e-voting during meeting in respect of the below mentioned resolutions placed before the shareholders at the 55th Annual General Meeting of the Mangalore Chemicals & Fertilizers Limited (AGM) held on Tuesday, 13th September 2022 at 3:00 P.M (IST) through VC or OAVM:

1. The notices of 55th Annual General Meeting of the Company dated August 01, 2022 were sent to the shareholders in respect of the below mentioned resolutions placed at the AGM, in compliance with the provisions of the Companies Act, 2013 and Rules made thereunder and also read with the relaxations as notified by the circulars issued by the Ministry of corporate Affairs on April 8, 2020, April 13, 2020, May 5, 2020, 13 January 2021 and also on 05 May 2022 (Collectively referred to as "MCA Circulars") and Circulars dated May 12, 2020, January 15, 2021 and May 13, 2022 issued by Securities and Exchange Board of India (collectively referred to as "SEBI Circulars").

Sudhir Vishnupant Hulyalkar
Company Secretaries



16/8, Ground Floor, 2nd Cross, Gupta Layout, South End Road, Basavanagudi, Bangalore - 560 004
Phone: 080 26640932; 080-41123587 Mobile : 9844266159 Email : cssudhirvh@gmail.com

2. The Company had availed the e-voting facility offered by the Central Depository Services (India) Limited (CDSL) for providing remote e-voting and e-voting during the AGM to the Shareholders of the Company.
3. The shareholders of the Company holding shares as on September 06, 2022 cut-off date (Record date) were entitled to vote on the resolutions as contained in the Notice of the AGM.
4. The voting period for remote e-voting commenced on Saturday, September 10, 2022 at 10:00 AM (IST) and ended on Monday, September 12, 2022 at 5:00 PM (IST). and the CDSL e-voting platform was blocked thereafter.
5. The Company had also provided e-voting facility to the shareholders present at the AGM through VC or OAVM, who did not cast their vote earlier through remote e-voting facility, in accordance with above mentioned MCA Circulars and SEBI Circulars.
6. Immediately after conclusion of facility of e-voting time provided by the company, in terms of above circulars, at the AGM, finalisation of voting set-up and unblocking of e-voting was made in the presence of two witnesses not in the employment of the company. The details or the data of votes casted through e-voting during the AGM and votes casted through remote e-voting were downloaded from the CDSL e-voting system.
7. I have scrutinized and reviewed the remote e-voting and e-voting at the AGM and votes casted therein based on the data downloaded from the CDSL e-voting system and also with the records maintained by the company's Registrars and Transfer Agents.

I now submit my consolidated Report on the result of the remote e-voting and e-voting during the meeting in respect of the Resolutions as below:



Resolution 1: Ordinary Resolution:

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2022, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Statutory Auditors.

(i) Voted in **FAVOUR** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
56	7,06,24,010	100%

(ii) Voted **AGAINST** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
3	3	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Resolution 2: Ordinary Resolution:

To declare dividend on the equity shares for the financial year 2021-22.

(i) Voted in **FAVOUR** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
57	7,06,24,011	100%



(ii) Voted **AGAINST** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
2	2	0

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Resolution 3: Ordinary Resolution:

To re-appoint Mr. Akshay Poddar (DIN:00008686), who retires by rotation, and being eligible, offers himself for the re-appointment.

(i) Voted in **FAVOUR** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
54	6,92,25,963	99.86%

(ii) Voted **AGAINST** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
4	95,619	0.14%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0



Resolution 4: Ordinary Resolution:

To appoint Statutory Auditors and fix their remuneration.

(i) Voted in **FAVOUR** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
55	7,06,23,998	100%

(ii) Voted **AGAINST** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
4	15	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Resolution 5: Ordinary Resolution:

Ratification of payment of remuneration to Cost Auditor

(i) Voted in **FAVOUR** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
55	7,06,23,998	100%



(ii) Voted **AGAINST** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
4	15	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

8. The registers and e-voting downloads and records shall remain in my custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Managing Director / Company Secretary authorized by the Board for safe keeping.

Thanking You
Yours faithfully



Sudhir Vishnupant Hulyalkar
Company Secretary in Practice
FCS: 6040 CP No.: 6137
(Scrutinizer)
PR No: 607/2019
UDIN: F006040D000965671