



Manorama Industries Limited

KHASRA No. 2449-2618
Nr. IIDC, Birkoni
Mahasamund (C.G.)
Pin : 493445

February 14, 2024

To,
The Manager
Listing Department,
BSE Limited ("BSE")
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

To,
The Manger,
Listing Department
National Stock Exchange of India Limited
("NSE")
"Exchange Plaza", C-1, Block G, Bandra Kurla
Complex, Bandra (E), Mumbai – 400 051

Scrip Code: 541974
ISIN: INE00VM01010

NSE Code: MANORAMA
ISIN: INE00VM01010

Subject: Declaration of voting results of Postal Ballot along with the report issued by the Scrutinizers as per Regulation 30, 44 read with Scheduled III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

In reference to our earlier letter dated January 15, 2024 w.r.t. Intimation of Notice of Postal Ballot ('said Notice') issued to the members of the Company seeking approval of the members on the following matters set out in the said Notice, by way of Ordinary resolution to be passed through the mode of remote e-voting:

| Sr. No. | Particulars | Resolution Type |
|---------|---|---------------------|
| 1. | To approve the Sub-Division of existing 1 (One) Equity Share of Face Value of Rs. 10/- (Rupees Ten Only) each fully paid up into 5 (Five) Equity Shares of Face Value of Rs. 2/- (Rupees Two Only) each fully paid up | Ordinary Resolution |
| 2. | To approve the alteration of Capital Clause of Memorandum of Association of the Company | Ordinary Resolution |

The remote e-voting facility was provided to those Members, holding shares as on cut-off date i.e. Friday, January 12, 2024, by M/s. Link Intime India Private Limited, Registrar & Transfer Agent of the Company. The remote e-voting period commenced on Tuesday, January 16, 2024 (09:00 a.m. IST) and ended on Wednesday, February 14, 2024 (05:00 p.m. IST).

Corporate Office :

F-6, Anupam Nagar,
Raipur - 492007, Chhattisgarh, INDIA
E-mail : info@manoramagroup.co.in
Tel.: +91-771-2283071, 2282579, 2282457
Telefax: +91-771-4056958
CIN: L15142MH2005PLC243687
GSTIN: 22AAECM3726C1Z1

FSSCI 22000, ISO 9001, ISO 14001 & ISO 45001 Certified Company
Manufacturing & Supplying different products
certified for RSPO, Kosher, Halal (MUI), Fair Trade (FT), Fair for Life (FFL)
A Government of India Recognized Star Export House
MSME ZED GOLD

Registered Office :

403, Midas, Sahar Plaza,
Andheri Kurla Road, Andheri East
Mumbai-400059, Maharashtra, INDIA
Tel. 022 22622299, 49743611, 022 67088148
www.manoramagroup.co.in
GST - 27AAECM3726C1ZR



Manorama Industries Limited

KHASRA No. 2449-2618
Nr. IIDC, Birkoni
Mahasamund (C.G.)
Pin : 493445

In this regard, please find enclosed the following disclosures:

1. Voting results in the format prescribed under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
2. Scrutinizer's Report dated February 14, 2024 on remote e-voting prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

The above information will also be made available on the Company's website https://manoramagroup.co.in/investors-company-announcements#postal_ballots

We request you to kindly take the above information on your record.

Thanking you,

Yours faithfully,

For Manorama Industries Limited



Deepak Sharma

Company Secretary and Compliance Officer

Membership No: A48707

Encl: As above

Corporate Office :

F-6, Anupam Nagar,
Raipur - 492007, Chhattisgarh, INDIA
E-mail : info@manoramagroup.co.in
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Registered Office :

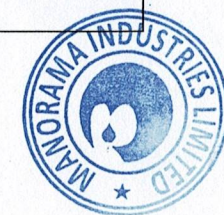
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VOTING RESULT OF POSTAL BALLOT

| | |
|---|---|
| Name of Company | Manorama Industries Limited |
| Notice dated E-voting start date: E-voting end date: | Monday, January 15, 2024 Tuesday, January 16, 2024 (09:00 a.m. IST) Wednesday, February 14, 2024 (05:00 p.m. IST) |
| Total number of shareholders on Record Date (i.e. Friday, January 12, 2024 cut-off date for voting) | 10613 |
| No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public: | Not Applicable Not Applicable |
| No. of shareholders attended the meeting through video conferencing Promoter and Promoter Group: Public: | Not Applicable Not Applicable |



| Resolution No. | 1 | | | | | | | |
|--|---|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Resolution required: (Ordinary/ Special) | Ordinary Resolution: To approve the sub-division of existing 1 (One) Equity Share of face value of Rs 10/- (Rupees Ten Only) each fully paid up into 5 (Five) Equity Shares of Face value of Rs 2/- (Rupees Two Only) each fully paid up | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/ resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 | % of Votes against on votes polled (7)=[(5)/(2)]* 100 |
| Promoter and Promoter Group | E-Voting | 6824803 | 6824803 | 100.0000 | 6824803 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6824803 | 100.0000 | 6824803 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 641380 | 319309 | 49.7847 | 319309 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 319309 | 49.7847 | 319309 | 0 | 100.0000 | 0.0000 |
| Public- Non- Institutions | E-Voting | 4453627 | 1207061 | 27.1029 | 1207059 | 2 | 99.9998 | 0.0002 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1207061 | 27.1029 | 1207059 | 2 | 99.9998 | 0.0002 |
| Total | Total | 11919810 | 8351173 | 70.0613 | 8351171 | 2 | 100.0000 | 0.0000 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |



| Resolution No. | 2 | | | | | | | |
|--|---|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | Ordinary Resolution: To approve the alteration of Capital Clause of Memorandum of Association of the Company | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/ resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = $[(2)/(1)] * 100$ | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6) = $[(4)/(2)] * 100$ | % of Votes against on votes polled (7) = $[(5)/(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 6824803 | 6824803 | 100.0000 | 6824803 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6824803 | 100.0000 | 6824803 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 641380 | 319309 | 49.7847 | 319309 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 319309 | 49.7847 | 319309 | 0 | 100.0000 | 0.0000 |
| Public- Non- Institutions | E-Voting | 4453627 | 1207061 | 27.1029 | 1207059 | 2 | 99.9998 | 0.0002 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1207061 | 27.1029 | 1207059 | 2 | 99.9998 | 0.0002 |
| Total | | 11919810 | 8351173 | 70.0613 | 8351171 | 2 | 100.0000 | 0.0000 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |



COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI - 400 018
TEL : +91-22-6611 9696. • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

*[Pursuant to Section 108 & 110 of the Companies Act, 2013 and
Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairperson
Manorama Industries Limited
Office No. 403, 4th Floor, MIDAS,
Sahar Plaza, Andheri Kurla Road,
Andheri (East), Mumbai - 400059

Sub: Scrutinizer's Report on voting through E-voting for Postal Ballot.

Dear Sir,

I, **Alifya Sapatwala** Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of **Manorama Industries Limited** for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the Company as per Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 and 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 and the General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 29, 2023 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India on the resolution as mentioned in the Notice of Postal Ballot dated Monday, January 15, 2024 in a fair and transparent manner and do hereby submit the report as under:

1. The Notice of Postal Ballot ("Notice") was sent to the members of the Company vide e-mail on Monday, January 15, 2024.

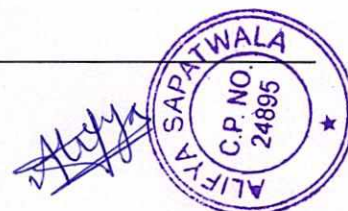


2. The remote e-voting period commenced on Tuesday, January 16, 2024 (09:00 a.m. IST) and ended on Wednesday, February 14, 2024 (05:00 p.m. IST).
3. The remote e-voting facility was provided by Link Intime India Private Limited ("LI IPL").
4. The Notice of Postal Ballot was sent in electronic form only to all the shareholders whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ('CDSL') and whose e-mail addresses are registered with the Company/LI IPL / Depository.
5. The hard copies of the Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members took place through the remote e-voting system only.
6. The Members of the Company holding shares as on the "cut off" date i.e., Friday, January 12, 2024 were entitled to vote on the proposed resolution.
7. The register, in accordance with Rule 20(4)(xiv) and Rule 22(10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.
8. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing of resolution contained in the Notice dated Monday, January 15, 2024 is as under:

A. Ordinary Resolution – To approve the sub-division of existing 1 (One) Equity Share of face value of Rs 10/- (Rupees Ten Only) each fully paid up into 5 (Five) Equity Shares of Face value of Rs 2/- (Rupees Two Only) each fully paid up

Votes in **favour** of the resolution:

| Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|------------------------------|---------------------------------------|
| 30 | 83,51,171 | 100.00% |



Votes **against** the resolution:

| Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|------------------------------|---------------------------------------|
| 2 | 2 | 0.00% |

Invalid/Abstained votes:

| Total number of members whose votes were declared invalid/abstained | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

B. Ordinary Resolution - To approve the alteration of Capital Clause of Memorandum of Association of the Company

Votes in **favour** of the resolution:

| Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|------------------------------|---------------------------------------|
| 30 | 83,51,171 | 100.00% |

Votes **against** the resolution:

| Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|------------------------------|---------------------------------------|
| 2 | 2 | 0.00% |

Invalid/Abstained votes:

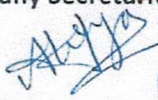
| Total number of members whose votes were declared invalid/abstained | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.



Thanking You,

For Mehta & Mehta
Company Secretaries


Alifya Sapatwala
Scrutinizer



ACS No: 24091

CP No: 24895

UDIN: A024091E003432628

PR No.: 3686/2023

Place: Mumbai

Date: February 14, 2024

Countersigned by

For Manorama Industries Limited





Person authorized by Chairman

Deepak Sharma

Company Secretary and Compliance Officer

Membership No. : A48707

Place: Raipur

Date: February 14, 2024