



Manorama Industries Limited

Date: August 3, 2021

To,
The Manager
BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Script Code: 541974

Dear Sir,

- Sub. : Summary of the Proceedings of the Extra Ordinary General Meeting of the Company held on August 3, 2021 at 3.00 P.M. (IST)**
- Ref. : Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 read with 'Part A' Schedule III and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the proceedings of Extraordinary General Meeting of Manorama Industries Limited held on Tuesday, August 3, 2021 at 3.00 PM (IST) via video conferencing (VC) or Other Audio-Visual Means (OAVM).

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the Shareholders of the Company were given the opportunity to exercise their right to vote on the resolution set out in the Notice of EGM through remote electronic voting and e-voting during the EGM.

Accordingly, we hereby submit the following disclosures:

1. Summary of proceedings of Extraordinary General Meeting Pursuant to Regulation 30 and Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
2. Voting results in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Corporate Office :

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

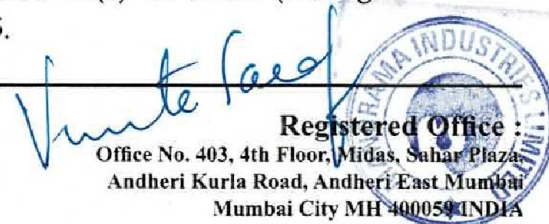
Manufacturing Plant:

Paraswani Road, Industrial Area,
Birkoni, 493445
Mahasamund (C.G.) INDIA
Tel: 0772-3224227/8/9/30

ISO 9001, ISO 14001, ISO 45001 FSSC 22000 RSPO Certified Company
A Government of India Recognized Star Export House

Registered Office :

Office No. 403, 4th Floor, Midas, Sahar Plaza
Andheri Kurla Road, Andheri East Mumbai
Mumbai City MH 400059 INDIA
GSTIN : 27AAECM3726C1ZR
Mumbai. Tel. 022 22622299
Tel. 022 49743611, Tel. 022 67088148





Manorama Industries Limited

3. Combined Scrutinizer's Report on Remote E-voting & Electronic Voting conducted at the EGM pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and administration), Rules 2014.

The results along with Scrutinizer's report shall be disseminated to the Stock Exchanges and also uploaded on the websites of the Company and Link Intime India Pvt. Ltd., the agency providing e-voting facility.

Kindly take the above on your records and acknowledge.

Thanking you,

Yours faithfully,

For Manorama Industries Limited



Vinita Saraf
Chairperson & Managing Director
DIN: 00208621

Encl: As above

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SUMMARY OF PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF MANORAMA INDUSTRIES LIMITED HELD ON TUESDAY AUGUST 3, 2021 AT 3.00 P.M. (IST) THROUGH VIDEO CONFERENCING/OTHER AUDIO VIDEO MEANS (VC/OAVM)

1. Date, Time and Venue of the Meeting

The Extra Ordinary General Meeting ("EGM") of the Members of the Company was held today i.e. Tuesday, August 3, 2021 through Video Conferencing (VC)/ Other Audio - Visual Means (OAVM). The meeting commenced at 3:00 P.M and concluded at 3:18 P.M on the same day.

Total number of members present: 23Members

Directors Present:

Sr. No	Name of the Director	DIN	Designation
1.	Mrs. Vinita Ashish Saraf	00208621	Chairperson and Managing Director
2.	Mr. Gautam Kumar Pal	07645652	Executive Director
3.	Mr. Shrey Saraf	07907037	Executive Director
4.	Mr. Jose Vailappallil Joseph	08540226	Independent Director
5.	Mr. Nipun Mehta	00255831	Additional Independent Director
6.	Mr. Ashish Bakliwal	05149608	Independent Director

2. Proceedings in brief

Mrs. Vinita Saraf, Chairperson and Managing Director chaired the meeting. The Chairperson extended a warm welcome to the shareholders and board members present.

The requisite quorum being present, the Chairman called the Meeting to order.

All documents referred in Notice convening the Meeting and the Explanatory Statement and others as required under law were available for inspection during the conduct of Meeting.

Chairperson further informed that the representatives of M/s O. P. Singhania & Co, Chartered Accountants, the Statutory Auditors of the Company and Mrs. Ashwini Inamdar,

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Vinita Saraf



Manorama Industries Limited

representing Mehta & Mehta, Practicing Company Secretaries, the Scrutinizer of this meeting were also present at this EGM.

The Chairperson then introduced the directors present at the meeting . Thereafter Ms. Divya Jajoo, Company Secretary and Compliance Officer of the Company, briefed the shareholders about the facility of remote e-voting provided by the Company to the members. The remote e-voting facility commenced on Saturday, July 31, 2021 at 9.00 a.m. (IST) and ended on Monday, August 2, 2021 at 5.00 p.m. (IST). She also informed that the shareholders who had not cast their votes through remote e-voting platform, were provided with an opportunity to cast their votes, electronically within 15 minutes from the closure of the EGM.

With the consent of the Members, the Notice convening the Meeting was taken as read.

The following item of business as set out in the Notice convening the Extra Ordinary General Meeting were put for shareholders' approval:

1. Issue of equity shares of the Company on preferential basis.

The Chairperson briefed the members about the Special Resolution put for the approval of the members.

The Chairperson informed the members that as per SEBI ICDR Regulations, the identity of natural persons who are ultimate beneficial owners of the equity shares is required to be disclosed in the explanatory statement to the notice of EGM. However, in case of one of the proposed allottee, Shekhar Balkrishna Jadhav HUF, it was inadvertently missed to disclose ultimate beneficial owner. The shareholders are hereby informed that the ultimate beneficial owner in the aforementioned allottee is Karta of HUF i.e Mr. Shekhar Balkrishna Jadhav. The same was noted by the members present.

It was also informed that the Board of Directors of the Company had engaged the services of Link Intime India Private Limited (LIPL) for the remote e-voting and voting through electronic system at the EGM and had also appointed Ms. Ashwini Inamdar, Partner, Mehta & Mehta, Company Secretaries as the Scrutinizer to scrutinize the entire voting process in a fair and transparent manner.

The members were informed that results of voting shall be disseminated to the Stock Exchanges and also uploaded on the websites of the Company and LIPL, the agency providing e-voting facility.

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Vinod Sare



Manorama Industries Limited

Thereafter, the Meeting was concluded with a vote of thanks. It was informed to the members that e-voting process will continue for the next 15 minutes from the time of closure of the meeting and thereafter it will be disabled automatically by LIPL.

Request you to take the above on record and oblige

Thanking You,

Yours Faithfully,

For Manorama Industries Limited



Vinita Saraf

Chairperson and Managing Director

DIN: 00208621

Place: Raipur

Date: August 3, 2021

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Details of Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulation, 2015

MANORAMA INDUSTRIES LIMITED									
Total number of shareholders on record date		1607							
No. of shareholders present in the meeting either in person or through proxy:		Not Applicable as the meeting was conducted through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") in compliance of circulars issued by the Ministry of Corporate Affairs ('MCA') with Circular no 02/2021 dated January 13, 2021, Circular No. 20/2020 dated May 5, 2020 read with Circular No. 14/ 2020 dated April 8, 2020 and Circular No. 17/ 2020 dated April 13, 2020 and Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMDI/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India (SEBI)							
Promoters and Promoter Group:									
Public:		23							
No. of Shareholders attended the meeting through Video Conferencing		2							
Promoters and Promoter Group:		21							
Public:									
Resolution No.		1							
Resolution required:		SPECIAL RESOLUTION: Issue of equity shares of the Company on preferential basis							
(Ordinary/ Special)									
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	100.0000	6824803	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)	6824803	0	0.0000	0	0	0.0000	0.0000	
	Total		6824803	100.0000	6824803	0	100.0000	0.0000	
Public- Institutions	E-Voting		43800	100.0000	43800	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)	43800	0	0.0000	0	0	0.0000	0.0000	
	Total		43800	100	43800	0	100.0000	0.0000	

Vinod Kumar

Public- Non- Institutions	E-Voting		4259307	1718097	40.3375	1718097	0	100.0000	0.0000
	Poll	Postal Ballot (if applicable)							
	46	0		46	0.0011	46	0	0.0000	0.0000
Total	1718143	0		1718143	40.3386	1718143	0	0.0000	0.0000
Total	8586746		11127910	8586746	77.164	8586746	0	100.0000	0.0000
Whether resolution is Pass or Not.									
Pass									

For Manorama Industries Limited



Vinita Saraf

Vinita Saraf

Chairperson & Managing Director

DIN: 00208621

Mehta & Mehta

COMPANY SECRETARIES

201-205, 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 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
MANORAMA INDUSTRIES LIMITED

Extra-Ordinary General Meeting ("EGM") of the Members of MANORAMA INDUSTRIES LIMITED ("COMPANY") held on Tuesday, August 3, 2021, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

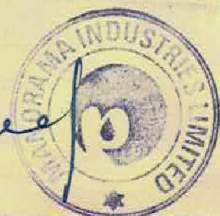
Dear Madam,

I, **Ashwini Inamdar**, Practicing Company Secretary and Partner, M/s. Mehta & Mehta, Company Secretaries, appointed by the Board of Directors of MANORAMA INDUSTRIES LIMITED ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the Extra-Ordinary General Meeting ("EGM") of the Company held on Tuesday, August 3, 2021, at 03.00 P.M., through VC and OAVM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and as per MCA General Circular No. 02/2021 dated January 13, 2021, General Circular No. 14/2020 dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020 and Circular no. 20/2020 dated May 5, 2020 (hereinafter referred to as "MCA Circulars" in respect of the Resolution as set out in the Notice convening the EGM, do hereby submit my report as follows:

1. The notice dated July 9, 2021 of the EGM was sent to the Members through electronic mode whose email addresses are registered with the Company/RTA, in compliance with the MCA circulars.
2. The Resolution was transacted through the process of remote e-voting and through electronic voting system during the EGM. For the purpose of remote e-voting, the Company had engaged the services of Link Intime India Private Limited ("LIPL").
3. The members holding shares as on Tuesday, July 27, 2021, "cut-off date" were entitled to vote on the resolution stated in the Notice of the EGM.

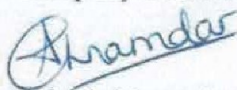


Vinute Saee



4. The period for remote e-voting commenced on Saturday, July 31, 2021 at 9:00 a.m. (IST) and ended on Monday, August 2, 2021 at 5:00 p.m. (IST). The Remote e-voting module was disabled by Link Intime India Pvt. Ltd for voting thereafter.
5. The facility for e-voting was made available for the Members attending the Meeting through VC and who did not cast their vote through remote e-voting.
6. After the closure of e-voting at the EGM, the report on the voting done at the EGM and votes cast through remote e-voting facility done prior to the EGM were unblocked, in the presence of two witnesses Mrs. Pooja Dandekar and Mr. Neel Mehta neither of whom are in the employment of the Company, and generated from Link Intime India Pvt. Ltd e-voting website <https://www.linkintime.co.in/>
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 relating to remote e-voting prior and during the EGM on the resolutions contained in the notice of the EGM.
8. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and e-voting during EGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.
9. The consolidated results of remote e-voting and voting through electronic voting system at the EGM are enclosed as an **Annexure** to this report.

Thanking You,
For Mehta & Mehta
Company Secretaries



Ashwini Inamdar

Scrutinizer

FCS No : 9409

CP No : 11226

UDIN: F009409C000730371

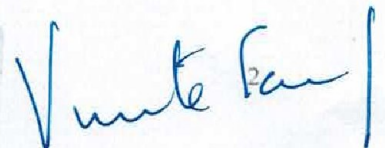


Place: Mumbai

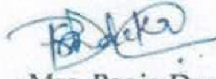
Date: August 3, 2021

Enclosed: Annexure





We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from Link Intime India Pvt. Ltd e-voting website <https://www.linkintime.co.in/> in our presence on August 3, 2021.

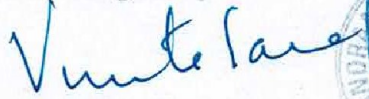

Name : Mrs. Pooja Dandekar

Address : C-1006, Mahalaxmi CHS,
Pandurang Budhkar Marg,
Worli, Mumbai 400030


Name: Mr. Neel Mehta

Address: 3rd Floor, Gandhi Building,
SVP Road, Girgaum Chowpatty,
Mumbai 400007

Countersigned by



Mrs. Vinita Saraf
(DIN: 00208621)

Chairperson and Managing Director
MANORAMA INDUSTRIES LIMITED



Item No. 1: Special Resolution

Issue of equity shares of the Company on preferential basis.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the EGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	33	8586700	14	46	47	85,86,746	100.0000%
Votes against the resolution	0	0	0	0	0	0	0.0000%
Invalid votes/Abstained	0	0	0	0	0	0	-



N. Inambar