

Mukand Ltd.

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Jamnalal Bajaj Marg
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www.mukand.com

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India 400 605
Tel : 91 22 2172 7500 / 7700 Fax : 91 22 2534 8179
CIN : L99999MH1937PLC002726

Sec/EGM/

13th September, 2019

1. Department of Corporate Services BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 021.	2. Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai – 400051
ISIN CODE : INE304A01026 INE304A04012 BSE Scrip Code : 500460	ISIN CODE : INE304A01026 INE304A04012 NSE Scrip Name : MUKAND LTD.

Sub : Voting Results & Scrutinizer Report of Extraordinary General Meeting (EGM) held on 13th September, 2019 pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sirs,

We wish to inform you that EGM of the Company was held on Friday, 13th September, 2019 at 4.00 p.m. at Kamalnayan Bajaj Hall, Bajaj Bhawan, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai 400021.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made thereunder, as amended ("Rules") and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015"), the Company had provided facility for remote e-voting to the equity and 0.01 % Cumulative Preference shareholders as on 6th September, 2019 (being the cut-off date for the purpose of e-voting) to cast their votes on the items of business stated in the EGM notice. The remote e-voting system was open from Tuesday, 10th September, 2019 (9.00 am) to Thursday, 12th September, 2019 (5.00 pm).

As required under the said Rules, voting facility was also made available at the venue of the EGM and members attending the meeting who had not already cast their votes by remote e-voting were able to cast their vote at the venue of the meeting using ballot paper.

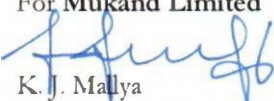
The Company has now received the consolidated report of the Scrutinizer (Anant B Khamankar & Co., Practising Company Secretary), confirming details of voting through remote e-voting and details of voting at the EGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed on the date of the EGM, i.e. on 13th September, 2019.

A disclosure of voting results of the meeting in terms of Regulation 44 of SEBI (LODR) Regulations, 2015, and the businesses considered and approved by the shareholders with requisite majority is enclosed, together with the Scrutinizer's consolidated report on e-voting. A copy of the same is also being placed on the Company's and on the website of Karvy Fintech Pvt. Ltd..

Kindly acknowledge and take the above on record.

Thanking you,

Yours faithfully,
For **Mukand Limited**


K. J. Mallya
Company Secretary
(kjmallya@mukand.com)
Encl: As Above



(1)

Mukand Limited – Voting Results for Equity Shares

The information required under Regulation 44 of SEBI (LODR) Regulations, 2015 is as under:

Date of E.G.M	Friday, 13 th September, 2019
Record Date	6 th September, 2019
Total number of Shareholders as on record date i.e. 6 th September, 2019 (i.e. cut-off date for E-Voting)	36,930 Equity Shareholders
No. of Shareholders present in the meeting either in person or through proxy :	76
Promoters and Promoter Group	21
Public	55
No. of Shareholders attended the meeting through Video Conferencing :	NIL
Promoters and Promoter Group	NIL
Public	NIL
Details of the Agenda, Type of Resolutions required & Mode of Voting	As per <u>Annexure A</u>

Mukand Limited – Voting Results for 0.01% Cumulative Redeemable Preference Shares (CRPS)

The information required under Regulation 44 of SEBI (LODR) Regulations, 2015 is as under:

Date of E.G.M	Friday, 13 th September, 2019
Record Date	6 th September, 2019
Total number of Shareholders as on record date i.e. 6 th September, 2019 (i.e. cut-off date for E-Voting)	39,769 CRPS holders
Details of the Agenda, Type of Resolutions required & Mode of Voting	As per <u>Annexure B</u>



(2)

ANNEXURE A

MUKAND LIMITED
Voting Results for Equity Shares - Extraordinary General Meeting (EGM) on 13th September, 2019

Resolution No.	Category	Mode of Voting	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
Resolution No. 1: Reclassification of Authorised Share Capital and Alterstion of Memorandum of Association.									
Resolution Required: Special Resolution:									
Whether promoter / promoter group are interested in agenda / resolution: No									
1	Promoter and Promoter Group	E-Voting	105,132,468	104,930,490	99.81	104,930,490	0	100.00	-
		EGM Poll		0	-	0	0	-	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
	Public - Institutional Holders	E-Voting	5,358,384	0	-	0	0	-	-
		EGM Poll		0	-	0	0	-	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
	Public-Others	E-Voting	30,915,009	4,866,038	15.7401	4,865,707	331	99.993	0.0068
		EGM Poll		137,266	0.4440	137,266	0	100.000	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
Total			141,405,861	109,933,794	77.7434	109,933,463	331	99.9997	0.0003
Resolution No. 2: Issue of 56,26,320 8% Cumulative Redeemable Preference Shares by way of Private Placement to Promoters and Promoter Group entities.									
Resolution Required: Special Resolution									
Whether promoter / promoter group are interested in agenda / resolution: Yes									
2	Promoter and Promoter Group	E-Voting	105,132,468	-	-	-	0	-	-
		EGM Poll		0	-	0	0	-	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
	Public - Institutional Holders	E-Voting	5,358,384	0	-	0	0	-	-
		EGM Poll		-	-	0	0	-	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
	Public-Others	E-Voting	30,915,009	4,866,038	15.7401	4,865,676	362	99.993	0.0074
		EGM Poll		137,266	0.4440	137,266	0	100.000	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
Total			141,405,861	5,003,304	3.5383	5,002,942	362	99.9928	0.0072

* Excluding Invalid & abstain votes.

Note : Invalid vote: 104,930,490 of shares voted in favor of Resolution No. 2 by Promoters and Promoters group entities was considered as invalid being related party.



ANNEXURE B

MUKAND LIMITED

Voting Results for 0.01% Cumulative Redeemable Preference Shares - Extraordinary General Meeting (EGM)- 13th September, 2019

Resolution No.	Category	Mode of Voting	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
Resolution No. 1: Reclassification of Authorised Share Capital and Alterstion of Memorandum of Association.									
Resolution Required: Special Resolution:									
Whether promoter / promoter group are interested in agenda / resolution: No									
1	Promoter and Promoter Group	E-Voting	1,427,568	1,413,903	99.04	1,413,903	0	100.00	-
		EGM Poll		0	-	0	0	-	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
	Public -- Institutional Holders	E-Voting	1,175,158	0	-	0	0	-	-
		EGM Poll		0	-	0	0	-	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
	Public-Others	E-Voting	3,023,594	1,056,831	34.9528	1,056,831	0	100.000	-
		EGM Poll		73	0.0024	73	0	100.000	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		5,626,320	2,470,807	43.9152	2,470,807	-	100.0000	-
Resolution No. 2: Issue of 56,26,320 8% Cumulative Redeemable Preference Shares by way of Private Placement to Promoters and Promoter Group entities.									
Resolution Required: Special Resolution									
Whether promoter / promoter group are interested in agenda / resolution: Yes									
2	Promoter and Promoter Group	E-Voting	1,427,568	-	-	-	0	-	-
		EGM Poll		0	-	0	0	-	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
	Public -- Institutional Holders	E-Voting	1,175,158	0	-	0	0	-	-
		EGM Poll		0	-	0	0	-	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
	Public-Others	E-Voting	3,023,594	1,056,831	34.9528	1,056,824	7	99.999	0.0007
		EGM Poll		73	0.0024	73	0	100.000	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		5,626,320	1,056,904	18.7850	1,056,897	7	99.9993	0.0007

* Excluding Invalid & abstain votes.

Note : Invalid vote: 1,413,903 preference shares voted in favor of Resolution No. 2 by Promoters and Promoters group entities was considered as invalid being related party



FORM NO. MGT.13

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules 2015 to the extent applicable]

To,

The Board of Directors,
Mukand Limited
CIN: L99999MH1937PLC002726
Bajaj Bhavan,
Jamnalal Bajaj Marg,
226 Nariman Point,
Mumbai - 400021

Dear Sir,

Sub: Consolidated Scrutinizer's Report on e-voting and voting at the Extraordinary General Meeting ("EGM") through ballot conducted in pursuance to the provisions of Section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules 2015 to the extent applicable.

We, M/s. Anant B. Khamankar & Co., Practicing Company Secretaries, are appointed as Scrutinizer(s) by Mukand Limited ("the Company") pursuant to Section 110 of Companies Act, 2013 and Rule 22 of Companies (Management and Administration) Rules 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to the extent applicable, for the purpose of Scrutinizing the e-voting and voting at the EGM through ballot in a fair and transparent manner and ascertaining the requisite majority on e- voting and voting at the EGM through ballot as per the provision of Companies Act, 2013.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means



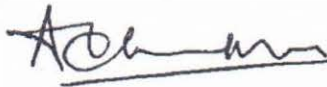
and voting at the EGM through ballot on the resolutions contained in the notice dated 8th August, 2019. Our responsibility as the Scrutinizers for the remote e-voting process and voting at the EGM through ballot process is restricted to make a Scrutinizer's Report of the votes, cast "in favor" or "against" the Resolutions, based on the voting at the EGM through ballot received by the Company and reports generated from the remote e-voting process system provided by Karvy Fintech Private Limited (Karvy), the authorized agency engaged by the Company to provide remote e-voting facilities.

Further to the above, we submit our report as under:-

- i. The remote e-voting period remained open from Tuesday, 10th September, 2019 at 9.00 a.m. (IST) and ended on Thursday, 12th September, 2019 at 5.00 p.m. (IST).
- ii. The members who were on record of the Company as on the "Cut-Off" date i.e. Friday, 6th September, 2019 were entitled to vote on the Resolutions as set out in the Notice dated 8th August, 2019.
- iii. The remote e-voting was unblocked on 13th September, 2019 after end of EGM at 4:35 p.m. (IST) in the presence of two witnesses, Ms. Gauri Mali and Mr. Surender Singh Chauhan, who are not in the employment of the Company.
- iv. Thereafter considering remote e-voting and voting at the EGM through ballot process, the combined result of the voting by equity shareholders and 0.01% cumulative redeemable preference shareholders (CRPS) is prepared and same is annexed herewith as Annexure I and Annexure II respectively. The details containing inter alia, list of Equity Share Holders and CRPS, who voted "for" or "against", on each of the Resolutions that were put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of Karvy i.e. evoting.karvy.com and is based on such reports generated.

Thanking You.

Yours truly,
For Anant B. Khamankar & Co.



Anant B. Khamankar



FCS: 3198
CP No: 1860

Place: Mumbai
Date: 13th September, 2019

Based on the foregoing, the Resolution No. 1 & 2 have been passed with requisite majority as Special Resolution.

Countersigned:
For Mukand Limited

K. J. Maliya
Company Secretary



Annexure I																
MUKAND LIMITED																
Ballot Control Report (e-voting & EGM Voting) for the Notice dated 13/09/2019																
Resolu- tion No.	Resolution Description	Poll	Total Votes received		Invalid Votes		Abstain Votes		Valid Votes		Voted in FAVOUR			Voted AGAINST		
			Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	%	Ballots	No. of Votes / Shares	%
1	Reclassification of Authorised Share Capital and Alteration of Memorandum of Association	Remote e-voting	118	109796528	0	0	0	0	118	109796528	115	109796197	99.9997	3	331	0.0003
		EGM Voting	39	137266	0	0	0	0	39	137266	39	137266	100.0000	0	0	0.0000
		TOTAL	157	109933794	0	0	0	0	157	109933794	154	109933463	99.9997	3	331	0.0003
2	Issue of 56,26,320 8% Cumulative Redeemable Preference Shares by way of Private Placement to Promoters and Promoter Group entities	Remote e-voting	118	109796528	50	104930490	0	0	68	4866038	64	4865676	99.9926	4	362	0.0074
		EGM Voting	39	137266	0	0	0	0	39	137266	39	137266	100.0000	0	0	0.0000
		TOTAL	157	109933794	50	104930490	0	0	107	5003304	103	5002942	99.9928	4	362	0.0072



Annexure II																
MUKAND LIMITED																
Ballot Control Report (e-voting & EGM Voting) for the Notice dated 13/09/2019																
Resolu tion No.	Resolution Description	Poll	Total Votes received		Invalid Votes		Abstain Votes		Valid Votes		Voted in FAVOUR			Voted AGAINST		
			Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	%	Ballots	No. of Votes / Shares	%
1	Reclassification of Authorised Share Capital and Alteration of Memorandum of Association	Remote e-voting	74	2470741	0	0	1	7	73	2470734	73	2470734	100.0000	0	0	0.0000
		EGM Voting	5	73	0	0	0	0	5	73	5	73	100.0000	0	0	0.0000
		TOTAL	79	2470814	0	0	1	7	78	2470807	78	2470807	100.0000	0	0	0.0000
2	Issue of 56,26,320 8% Cumulative Redeemable Preference Shares by way of Private Placement to Promoters and Promoter Group entities	Remote e-voting	74	2470741	29	1413903	1	7	44	1056831	43	1056824	99.9993	1	7	0.0007
		EGM Voting	5	73	0	0	0	0	5	73	5	73	100.0000	0	0	0.0000
		TOTAL	79	2470814	29	1413903	1	7	49	1056904	48	1056897	99.9993	1	7	0.0007

