

August 23, 2022

To,

BSE LIMITED
Department of Corporate Services
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Scrip Code: 539767 ISIN: INE216Q01010

Sub: <u>Scrutinizer Report and details of Voting Results under Regulation 44(3) of SEBI</u> (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations"), please find enclosed following disclosures in relation to the 39th Annual General Meeting of the Company held on August 20th, 2022..

- 1. Voting Results in the format prescribed under Regulation 44 of SEBI Regulations; and
- 2. Scrutinizer's Report on e-voting at AGM.

The above is for your information and kind records.

Thanking you, Yours faithfully,

For Mega Nirman & Industries Limited

Kanika Chawla Company Secretary

Company Secretary & Compliance Officer

Encl: a/a

BSE LTD ACKNOWLEDGEMENT

Acknowledgement No :

: 2308202204370744

Date & Time: 23/08/2022 04:37:07 PM

Scrip Code

: 539767

Entity Name

: Mega Nirman & Industries limited

Compliance Type

: Regulation 44 -Voting Results

Quarter / Period

: 13/08/2022

Mode

: E-Filing

Home

Validate

Import XML

General information al	bout company
Scrip code	539767
NSE Symbol	
MSEI Symbol	
ISIN	INE216Q01010
Name of the company	Mega Nirman & Industries limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-08-2022
Start time of the meeting	10:00 AM
End time of the meeting	10:45 AM

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Scrutinizer Detai	ls
Name of the Scrutinizer	Vijay Jain
Firms Name	Vijay Jain & Co.
Qualification	CS
Membership Number	50242
Date of Board Meeting in which appointed	20-07-2022
Date of Issuance of Report to the company	22-07-2022

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Validate

Voting results	
Record date	13-08-2022
Total number of shareholders on record date	1820
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	61
No. of shareholders attended the meeting through video conferencing	MEASURE ENGINEER
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	Add Notes

Prev



Disclosure of notes on resolution
Whether resolution is Pass or Not.
100.0000
100.0000
0.0000
0.0013
99.9987
0.0000
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100.0000
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(3)=[(2)/(1)]*100
% of Votes polled on outstanding favour shares
Adoption of Audited Financial Statements of the Company for the Financial rear 2022, including Board of Directors and Auditors Report thereon
Resolution (1)
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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Instrutions	
Public - Non Insitutions	





Public - Non Insitutions

Public Institutions

Promoter and Promoter Group

Category

Mode of voting

No. of shares held

No. of votes polled

% of Votes polled on outstanding shares

No. of votes - in

No. of votes -against

favour on votes polled

% of Votes against on votes polled

% of votes in

(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100

100.0000

100.0000

Appointment of Auditors and to fix their remuneration.

Ordinary No

Whether promoter/promoter group are interested in the agenda/resolution?

Description of resolution considered

Resolution required: (Ordinary / Special)

Resolution (3)

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Add Notes Yes 100.0000

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Public - Non Institutions

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Public - Non Instiutions

Promoter and Promoter Group Public Institutions	Category		* this fields are optional					HISHIGHOHS					Public-			riomoter Group	Promoter and			Category		Whether	
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				Disclosure of n	Whether resolution is Pass or Not.	850552	775452	0	10	775442	0	0	0	0	75100	0	0	75100	(4)	No. of votes - in favour	AMENDMENT OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION		
				Disclosure of notes on resolution	Pass or Not.	64	64	0	0	64	0	0	0	0	0	0	0	0	(5)	No. of votes -	CLAUSE OF THE ME	No	Special
				Add Notes	Yes	99.9925	99.9917	0	100.0000	99.9917	0.0000	0.0000	0.0000	0.0000	100.0000	0	0	100.0000	(6)=[(4)/(2)]*100	% of votes in favour on votes polled	MORANDUM OF AS		
ndustrie				lotes	35	0.0075	0.0083	0	0.0000			0.0000	0.0000		0.0000	0	0	0.0000	(7)=[(5)/(2)]*100	% of Votes against on votes polled	SOCIATION		

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Details of Invalid Votes	S
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Promoter and Poll Promoter Group Postal Ballot (if applicable) Total Postal Ballot (if applicable) Postal Ballot (if applicable) Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total Total Total Total Total Total Total	Promoter and Poll Promoter Group Postal Ballot (if applicable Total E-Voting Postal Ballot (if applicable Total E-Voting Poll Institutions Poll Postal Ballot (if applicable Total Total Total Details of Invalid V	Promoter and Poll Promoter Group Postal Ballot (if applicable Total Institutions Poll Institutions Pol	Promoter and Poll Promoter Group Postal Ballot (if applicable Total E-Voting Poll Institutions Poll In	Promoter and Poll Promoter Group Postal Ballot (if applicable Total E-Voting Poll Institutions Poll In	Promoter and Poll Promoter Group Postal Ballot (if applicable Total E-Voting Poll Institutions Poll E-Voting Poll Institutions Poll Postal Ballot (if applicable Total Total Total Total Details of Invalid V	Promoter and Poll Promoter Group 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Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	Votes	votes es	Votes	Votes	Votes	votes .	Notes &	Votes	Votes	Votes	S C	8	ß													0.0000	0.0000				0.0000	(7)=[(5)/(2)]*100	% of Votes against on votes polled	47406) AS			



Public - Non Insitutions

6 6 0 0 0 0 0 0 0 0 0	Whether	Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary / Special) are interested in the agenda/resolution?	Resilinary / Special)	o u	Resolution (7)	tion (7)	tion (7) Ordinary No	
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Public - Non Insitutions



Public Insitutions
Public - Non Insitutions

Promoter and Promoter Group

COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING DURING 39TH ANNUAL GENERAL MEETING FOR MEGA NIRMAN & INDUSTRIES LIMITED

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as Amended)

To,
The Chairman,
MEGA NIRMAN & INDUSTRIES LIMITED
(CIN: L70101DL1983PLC015425)
A-6/343B, 1st Floor, Paschim Vihar,
New Delhi New Delhi DL 110063

Subject: Passing of Resolution(s) through remote e-voting AND voting through ballot paper by the members during the 39th Annual General Meeting of MEGA NIRMAN & INDUSTRIES LIMITED ("The Company") held on Saturday, the 20th August, 2022 at 10:00 a.m. at Maharaja Banquets, A-1/20B, Paschim Vihar, Main Rohtak Road, New Delhi-110063

Dear Sir,

- I, CS Vijay Jain, Practicing Company Secretary (Holding Membership No. ACS 50242 and Certificate of Practice No. 18230) having office at Abhishek Business Center, 307, Third Floor, Laxmi Nagar, Delhi-110092 was appointed as Scrutinizer by the Board of Directors of the MEGA NIRMAN & INDUSTRIES LIMITED with effect from July 20, 2022 for the process of scrutinizing voting process i.e. Remote e-Voting and voting through ballot paper by members at 39th Annual General Meeting of the Members of the Company, under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended.
- 2. The Company engaged National Securities Depository Limited ("NSDL") as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on all the Eight (8) items mentioned in the notice dated July 20, 2022. The Company had also uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through remote e-voting and e-voting during the AGM. The Remote e-Voting facility was kept open from August 17, 2022 (09:00 A.M.) to August 19, 2022 (05:00 P.M.)
- As on the cutoff date there were 1820 shareholders of the Company. The Notice was sent through email to 1366 shareholders whose email id was made available by the two depositories.



COMPANY SECRETARIES

- Pursuant to the Applicable Circulars, the Notice sent through email contained the detailed procedure to be followed by the shareholders to cast their votes electronically.
- The cutoff date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was August 13, 2022.
- 6. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an advertisement, which was published on July 26, 2022 in Financial Express, English Newspaper and in Jansatta, Hindi Newspaper. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h).
- Particulars of all Votes cast by electronic mode have been entered in the register separately
 maintained for the purpose in electronic mode.
- At the 39th annual general meeting of the company held in physical form, on Saturday, August 20, 2022, after considering all the items of business, the facility to vote electronically was provided to facilitate those members who were not attending the meeting in physical form.
- 9. Thereafter, the Remote e-voting and e-voting by the members at the AGM, results were unblocked by me at 11.42 A.M. on August 20, 2022 in the presence of two witnesses on the NSDL e-voting platform and the voting summary statement was downloaded from NSDL pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015. After unblocking the votes cast, the total votes cast both through remote e-voting and by voting through ballot paper at the annual general meeting, were consolidated and the final Scrutinizer's Report was prepared

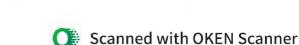
Responsibility of the Management

The Management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting by electronic means for the resolutions stated in the Notice dated July 20, 2022.

Responsibility as a Scrutinizer

My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer Report of the votes cast "in favour" and "against" the resolutions set out in the Notice of 39th Annual General Meeting dated July 20, 2022 based on the reports generated from the e-voting system provide by National Securities Depository Limited ("NSDL"), the authorised agency engaged by the Company for providing e-voting facility.

As a Scrutinizer, the report of the e-voting carried by the shareholders was duly complied.



COMPANY SECRETARIES

The result of e-voting is as under :-

ORDINARY BUSINESS:-

AGENDA ITEM NO. 1

ORDINARY RESOLUTION FOR ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022, REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	65	850606	100
Total Votes received at the AGM through Ballot Paper	6	10	100
Total Number of Invalid Votes	2	2	100
Total Number of Valid Votes	71	850616	100
Total Number of Votes against the resolution	14	63	.007
Total Number of Votes in favour of Resolution	57	850553	99.993

Therefore, the Resolution No. 1 has been approved with requisite majority.

AGENDA ITEM NO. 2

ORDINARY RESOLUTION FOR RE-APPOINTMENT OF MR. MOHAN JAGDISH AGARWAL (DIN: 07627568) WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HERSELF FOR RE-APPOINTMENT

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	65	850606	100
Total Votes received at the AGM through Ballot Paper	6	10	100

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COMPANY SECRETARIES

	and the second second	2	100
Total Number of Invalid Votes	cus server and the control	850616	100
Total Number of Valid Votes	71	B, MITO	co-crossociations (A.A.F.
Total Number of Votes against the resolution	15	64	,007
Total Number of Votes in favour	56	850552	99,993
of Resolution			

Therefore, the Resolution No. 2 has been approved with requisite majority,

AGENDA ITEM NO. 3

ORDINARY RESOLUTION FOR APPOINTMENT OF M/S. A N S K AND ASSOCIATES AS AUDITOR OF THE COMPANY TO HOLD OFFICE FROM THE CONSLUSION OF THIS ANNUAL GENERAL MEETING TILL THE CONCLUSION OF 44TH AGM OF THE COMPANY

Particulars	No. of Members who east their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Total Valid Votes Received	
Total Votes received by electronic mode (Remote e-voting)	65	850606	100	
Total Votes received at the AGM through Ballot Paper	6	10	100	
Total Number of Invalid Votes	2	2	100	
Total Number of Valid Votes	71	850616	100	
Total Number of Votes against the resolution	14	64	.007	
Total Number of Votes in favour of Resolution	57	850552	99.993	

Therefore, the Resolution No. 3 has been approved with requisite majority.

AGENDA ITEM NO. 4

SPECIAL RESOLUTION FOR AMENDMENT OF THE OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION



COMPANY SECRETARIES

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	65	850606	100
Total Votes received at the AGM through Ballot Paper	6	10	100
Total Number of Invalid Votes	2	2	100
Total Number of Valid Votes	71	850616	100
Total Number of Votes against the resolution	15	104	.014
Total Number of Votes in favour of Resolution	56	850512	99.986

Therefore, the Resolution No. 4 has been approved with requisite majority.

AGENDA ITEM NO. 5

SPECIAL RESOLUTION FOR RECLASIFICATION OF PROMOTER OF THE COMPANY AS PUBLIC SHAREHOLDER

Particulars	No. of Members	No. of Equity Shares	% of Total
Particulars	who cast their	of the Nominal Value	Valid Votes
s	votes.	of Rs.10/- each.	Received
		(No. of Votes)	100
Total Votes received by electronic	65	850606	100
mode (Remote e-voting)			
ACM	6	10	100
Total Votes received at the AGM	U		9
hrough Ballot Paper			
at L'IVetes	2	2	100
Total Number of Invalid Votes	-		100
Total Number of Valid Votes	71	850616	100
Total Number of Valid Votes			.007
Total Number of Votes against the	14	63	.007
resolution		4	
resolution		850553	99,993
Total Number of Votes in favour	57	030333	
of Resolution	a	_	

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COMPANY SECRETARIES

Therefore, the Resolution No. 5 has been approved with requisite majority.

AGENDA ITEM NO. 6

ORDINARY RESOLUTION FOR APPOINTMENT OF MR. MURLINARAYAN DARAK(DIN: 08647406) AS WHOLE TIME DIRECTOR OF THE COMPANY

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	65	850606	100
Total Votes received at the AGM through Ballot Paper	6	10	100
Total Number of Invalid Votes	2	2	100
Total Number of Valid Votes	71	850616	100
Total Number of Votes against the resolution	14	63	.007
Total Number of Votes in favour of Resolution	57	850553	99.993

Therefore, the Resolution No. 6 has been approved with requisite majority

AGENDA ITEM NO. 7

ORDINARY RESOLUTION FOR APPOINTMENT OF MR. ZABIULLAH BURHANI DIN: 07097788) AS DIRECTOR OF THE COMPANY

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	65	850606	100
Total Votes received at the AGM	6	10	100
Total Number of Invalid Votes	2	2	100



COMPANY SECRETARIES

Total Number of Valid Votes	71	850616	100
Total Number of Votes against the resolution	16	105	.012
Total Number of Votes in favour of Resolution	55	850511	99.988

Therefore, the Resolution No. 7 has been approved with requisite majority

AGENDA ITEM NO. 8

SPECIAL RESOLUTION FOR CHANGE IN THE NAME OF THE COMPANY

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	65	850606	100
Total Votes received at the AGM through Ballot Paper	6	10	100
Total Number of Invalid Votes	2	. 2	100
Total Number of Valid Votes	71	850616	100
Total Number of Votes against the resolution	31	850091	.99.938
Total Number of Votes in favour of Resolution	40	525	,062

Therefore, the Resolution No. 8 has not been approved with requisite majority and stand cancelled.

Only Seven resolutions stand passed under e-voting and voting through ballot paper during the annual general meeting with the requisite majority. Resolution No. 8 has not been approved by the shareholders as the vote cast against are in excess of vote cast in favour of the resolution.

I hereby confirm that I am maintaining the soft copy of the registers received from the Service Provider in respect of the votes cast through e- voting and voting conducted at annual general meeting by way of ballot paper by the members of the company.

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COMPANY SECRETARIES

All other relevant records relating to remote e-voting and voting by postal ballot shall remain in the safe custody of the scrutinizer and will be handed over to the company until the Chairman considers, approves and signs the minutes. You may kindly declare the results accordingly.

Thanking you

Yours Sincerely

ACS VIJAY JAIN

PRACTICING COMPANY SECRETARY

SCRUTINIZER

C. P. NO. 18230

ICSI -UDIN: A050242D000825500

Peer Review No.: 2241/2022

Date

: August 22, 2022

Place : Delhi