

MPIL CORPORATION LIMITED

(CIN - L74299MH1959PLC163775)

Mailing Address: "The International", 5th Floor, 16, New Marine Lines Cross Road No. 1, Churchgate,
Mumbai-400 020. Tel : (022) 2203 3992, 2205 4196, 2200 1910 • Fax : (022) 2208 3984

29th September, 2017

To,
The Stock Exchange, Mumbai
Jeejebhoy Towers, Dalal Street,
Mumbai - 400 023
BSE Code : 500450

Dear Sir,


Sub : Compliance under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules 2015 and Regulation 44 of SEBI (Listing obligation & Disclosure Requirements), please find attached the Scrutinizers Report along with consolidated results of remote e-voting and voting through ballot at the Annual General Meeting of MPIL Corporation Ltd. in respect of the resolutions passed at the 58th Annual General Meeting of the Company held on 28.09.2017 at 9:30 a.m.

Thanking you,

Yours faithfully,
For **MPIL Corporation Ltd.**


Hinal Kothari
**Company Secretary &
Compliance Officer**





Ragini Chokshi & Co.

Tel. : 022-2283 1120
022-2283 1134

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 58th Annual General Meeting (AGM) of the Equity Shareholders of **MPIL CORPORATION LTD** held on Thursday, 28th September, 2017 at 9.30 am at Hotel Host-INN International, Opp. Marol Fire Brigade, Off Andheri-Kurla Road, Andheri (E), Mumbai – 400059.

Respected Sir,

I, Ragini Chokshi partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34 Kamer Bldg, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai-400001, has been appointed as the Scrutinizer by the Board of Directors of **MPIL CORPORATION LTD** (the Company) for the purpose of:

(i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and

(ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 58th AGM held on Thursday, 28th September, 2017 at 9.30 am at Hotel Host-INN International, Opp. Marol Fire Brigade, Off Andheri-Kurla Road, Andheri (E), Mumbai – 400059.

The Notice dated 28th August, 2017 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the AGM of the Equity Shareholders of the Company.



The Company had availed the remote e - voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot (Poll) at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of 21st September, 2017 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

The period for remote e-voting commenced on, 25th September, 2017 at 10:00 a.m. and ended on 27th September, 2017 at 5.00 p.m. The CDSL e- voting platform was blocked thereafter.

On 27th September 2017, after the end of the remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio number and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM. However the manner in which the votes were cast by the members were not available.

Further, the Chairman announced the voting through Physical Ballot (Poll) at the AGM Venue for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses mentioned below, who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

Joshi M.N.

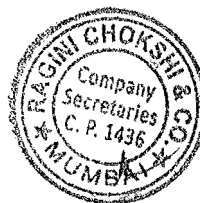
Name: Mayuri Joshi

Shreya

Name: Shreya Gadiya

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.



The votes cast through remote e-voting were unblocked after the Annual General Meeting in the presence of two witnesses mentioned below, who are not in the employment of the Company. They have signed below in confirmation that votes were unblocked in their presence.

Joshi M.M.

Name: Mayuri Joshi

Shreya

Name: Shreya Gadiya

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the Annual General Meeting.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through physical ballot(poll) in respect of the said Resolutions is as under:



Resolution No.1: Ordinary Resolution: Consider and adopt the Balance Sheet as at 31st March, 2017 and the Statement of Profit & Loss for the year ended as on that date and the Reports of the Directors and the Auditors.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	6	419648	100.00
Physical Ballot	6	13	100.00
Total	12	419661	100.00

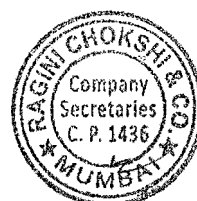
(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	2	0.00
Physical Ballot	0	0	0.00
Total	1	2	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	1	1

Note: Figures are rounded off to nearest one



Resolution No.2: Ordinary Resolution: Appointment of Auditors and Fixing their remuneration.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	6	419648	100.00
Physical Ballot	6	13	100.00
Total	12	419661	100.00

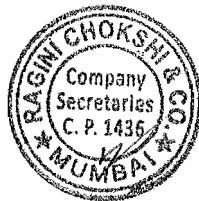
(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	2	0.00
Physical Ballot	0	0	0.00
Total	1	2	0.00

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	1	1

Note: Figures are rounded off to nearest one



Resolution No.3: Ordinary Resolution: Appointment of Mrs. Veena Dalal (DIN: 00062873) as whole Time Director.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	6	419648	100.00
Physical Ballot	6	13	100.00
Total	12	419661	100.00

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	2	0.00
Physical Ballot	0	0	0.00
Total	1	2	0.00

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	1	1

Note: Figures are rounded off to nearest one



Resolution No.4: Ordinary Resolution: Appointment of Mr. Milan Dalal (DIN: 00062453) as Director.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	6	419648	100.00
Physical Ballot	6	13	100.00
Total	12	419661	100.00

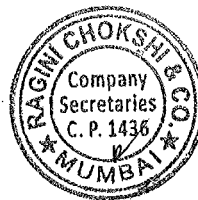
(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	2	0.00
Physical Ballot	0	0	0.00
Total	1	2	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	1	1

Note: Figures are rounded off to nearest one



Resolution No.5: Ordinary Resolution: Appointment of Mr. Keshav Jetsey (DIN: 7491995) as an Independent Director.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	6	419648	100.00
Physical Ballot	6	13	100.00
Total	12	419661	100.00

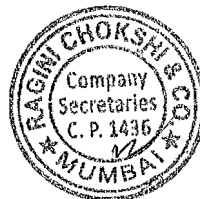
(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	2	0.00
Physical Ballot	0	0	0.00
Total	1	2	0.00

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	1	1

Note: Figures are rounded off to nearest one



All the resolutions stated above from 01 to 05 have been passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting and physical ballot (poll) papers, shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

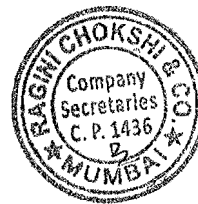
Thanking You,

Yours faithfully,

For Ragini Chokshi & Co.

Place: Mumbai

Date: 28.09.2017



R. K. Chokshi

**Ragini Chokshi
(Proprietor)**

**ICSI M.No. 2390
ICSI C.P. No. 1436**

Counter signed by

For MPIL Corporation Limited

[Handwritten signature]



**CHAIRMAN / COMPANY SECRETARY
58th ANNUAL GENERAL MEETING**