MUKESH PARAKH & ASSOCIATES
COMPANY SECRETARIES
203, Level 2, Manomay Plaza, 272, Central Bazar Road.
Ramdaspeth, Nagpur - 440010, Maharashtra.
+91 712 2434703 / 9371234703 E-mail ID : csmukesh@live.com

Saturday, the 1 September 2018

To,
The Chairman of Forty-fifth (45) Annual General Meeting of the Shareholders (Members) of MMP Industries Limited held on Friday, the 31 day of August 2018 at 16:00 Hrs. at Hotel Tuli Imperial, Central Bazar Road, Ramdaspeth, Nagpur - 440010, Maharashtra, India

Sub: Consolidated Scrutinizer's Report on Voting by electronic means (remote e-voting) for, and voting through physical poll (ballot) paper pursuant to the provisions of Section 108, 109 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20, 21 and other applicable provisions, if any, of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (LODR) Regulations, 2015 (as amended), conducted at the Forty-fifth (45) Annual General Meeting of MMP Industries Limited held on Friday, the 31 day of August 2018 at 16:00 Hrs. at Nagpur

Dear Sirs,

We, M/s. Mukesh Parakh & Associates, Company Secretaries, Nagpur, [ICSI Membership No. FCS - 4343, Certificate of Practice No. 13693], have been appointed by the Board of Directors of MMP Industries Limited ('the Company') vide its Resolution passed at their Meeting No. 4 of FY 2018-2019 held on Wednesday, the 30 day of May 2018, as a Scrutinizer for the Forty-fifth (45) Annual General Meeting of the Equity Shareholders (Members) of the Company to be held on Friday, the 31 day of August 2018 at 16:00 Hrs. at Hotel Tuli Imperial, Central Bazar Road, Ramdaspeth, Nagpur - 440010, Maharashtra, India, for the purpose of scrutinizing the e-voting and physical poll (ballot) voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting as well as physical ballot voting carried out pursuant to the provisions of Section 108, 109 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20, 21 and other applicable provisions, if any, of the Companies (Management and Administration) Rules, 2014 including Amendment Rules, 2015 ("the Rules") and Regulation 44 of the SEBI (LODR) Regulations, 2015 (as amended) ["Listing Regulations"], on all the Ordinary and Special Resolution/s referred to in this report.

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The Board of Directors of the Company have, vide its Resolution passed at their Meeting No. 5 of FY 2018-2019 held on Monday, the 23 day of July 2018 decided to provide the Equity Shareholders (Members) of the Company, whose names appear as on Friday, the 24 day of August 2018 ["Cut-off (Record) Date"], a facility to exercise their right to vote on all the Ordinary and Special Resolution/s as set out in the Notice of Monday, the 23 day of July 2018 calling for the Forty-fifth (45) Annual general meeting to be held on Friday, the 31 day of August 2018 at Nagpur ["Forty-fifth (45) AGM Notice"] by electronic means (remote e-voting) through e-voting platform of Central Depository Services (India) Limited (CDSIL) and also by physical poll (ballot) voting at the Forty-fifth (45) AGM of the Company for the Equity Shareholders (Members) of the Company, who do not have access the remote e-voting facility.

The Company Management is responsible to ensure the compliance with the requirements of the Act read with the Rules relating to voting through electronic means (remote e-voting) and voting through physical poll (ballot) on all the Ordinary and Special Resolution/s contained in the Forty-fifth (45) AGM Notice.

Our responsibility as a Scrutinizer for the e-voting and physical poll (ballot) voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" "against" or "invalid / abstain / by interested parties" for all the Ordinary and Special Resolution/s, based on the reports generated from the e-voting system platform provided by the Central Depository Services (India) Limited (CSSIL), the authorised agency to provide the e-voting facilities engaged by the Company and the physical poll (ballot) form/s submitted by the Shareholder/s (Member/s) present (in person or by proxy) at the Forty-fifth (45) AGM of the Company.

The Forty-fifth (45) AGM Notice of the Company along with statement setting out material facts under Section 102 of the Act were sent to all the Eight Hundred & Fifty Five (855) Equity Shareholders (Members) of the Company, as per BENPOS of Friday, the 27 day of July 2018 in respect of all the below mentioned Ordinary and Special Resolution/s to be placed at the Forty-fifth (45) AGM of the Shareholders (Members) of the Company to be held on Friday, the 31 day of August 2018 at Nagpur.

The Forty-fifth (45) AGM Notice was sent through electronic means (e-mail) on Monday, the 30 day of July 2018 & Tuesday, the 31 day of July 2018 to Seven Hundred & Eight (708) [after eliminating bounced back e-mail/s] Equity Shareholders (Members) of the Company whose names were appearing in the Register of Members or List of Beneficial Owners and who had provided e-mail id for receipt of such documents in electronic mode.

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The Forty-fifth (45) AGM Notice was sent through Couriers on Tuesday, the 31 day of July 2018, to One Hundred & Forty Seven (147) Equity Shareholders (Members) of the Company, whose names were appearing in the Register of Members or List of Beneficial Owners of the Company.

The Company has also published a Notice on Thursday, the 2 day of August 2018 in "The Indian Express" in English Language and in "Loksatta" in Marathi (Vernacular) Language mentioning about the Forty-fifth (45) AGM and also specifying therein the matters prescribed in the Rules including with regard to voting through electronic means (remote e-voting system).

The Forty-fifth (45) AGM Notice:-

a. mentioned that the business may be transacted through electronic means (remote e-voting system);

b. indicated the process and manner for voting through electronic means (remote e-voting) and mentioned that the e-voting period remained open from 10:00 Hrs. on Tuesday, the 28 day of August 2018 to 17:00 Hrs. on Thursday, the 30 day of August 2018 during which period the Shareholders (Members) of the Company as of Cut-off (Record) Date may cast their votes through electronic means (remote e-voting system);

c. the CDSIL provided the login id and also the password or facility for generating password to enable casting of the vote by electronic means (remote e-voting system).

The Company has also provided the voting by physical poll (ballot) paper to the Shareholder/s (Member/s) of the Company who do not have access the remote e-voting facility.

The Equity Shareholder/s (Member/s) of the Company holding equity shares as on Friday the 24 day of August 2018 ["Cut-off (Record) Date"] were entitled to vote on all the proposed Ordinary and Special Resolution/s as set out at Agenda Item Nos. 1 to 9 of the Forty-fifth (45) AGM Notice of the Company.

The period for remote e-voting commenced at 10:00 Hrs. on Tuesday the 28 day of August 2018 and ended at 17:00 Hrs. on Thursday, the 30 day of August 2018. The CDSIL remote e-voting platform facility was blocked thereafter.

Subsequently, the votes cast under remote e-voting facility were unblocked at 18:05:30 Hrs. on Thursday, the 30 day of August 2018 and 19:57:57 Hrs. on Friday, the 31 day of August 2018, respectively, in the presence in two (2) witnesses namely CS Viral Ishan Somaiya and Ms. Minaxi Shriprakash Mishra who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:-

MMP INDUSRIES LIMITED
NAGPUR

MUKESH PARAKH & ASSOCIATES
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1. CS Viral Ishan Somaiya
   # 501, Chetna Sahaniwas, Dhantoli, Nagpur – 440012, MH, IN

2. Ms. Minaxi Shriprakash Mishra
   Plot No. 83, Pawar Nagar, Nagpur – 440034, MH, IN

Thereafter, the details containing *inter-alia* List of Equity Shareholders (Members) with their Shareholding as on Cut-off (Record) Date, who voted "In favour" "against" or "invalid / abstain / by interested parties" for each of the Ordinary and Special Resolution/s that were put to vote, were generated from the e-voting website of the CDSL *https://www.evotingindia.com* and based on such reports generated, scrutinized and reviewed by us, the summary result of the e-voting is annexed herewith and forms an integral part of this report.

In addition to voting by electronic means (remote e-voting), at the Forty-fifth (45) AGM of the Company, the blank ballot paper/s in prescribed Form No. MGT-12 were distributed to the Equity Shareholders (Members) present (in person or though proxy) at the Forty-fifth (45) AGM of the Company and who have not opted for voting by electronic means (remote e-voting) facility provided by the Company through the Central Depository Services (India) Limited (CDSIL), the authorised agency to provide the e-voting facilities engaged by the Company.

On commencement of time fixed for the physical poll (ballot) voting by the Chairman, an empty ballot box kept for physical poll (ballot) voting was locked in our presence with due identification mark placed by us.

The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company or Registrar and Share Transfer Agent of the Company.

Accordingly, the physical poll (ballot) paper/s so submitted by the Equity Shareholders (Members) (in person) were duly scrutinized and reviewed by us, *inter-alia* List of Equity Shareholders (Members) with their Shareholding as on Cut-off (Record) Date, who voted "In favour" "against" or "invalid / abstain / by interested parties" for each of the Ordinary and Special Resolution/s that were put to vote and the summary result of the physical poll (ballot) voting is annexed herewith and forms an integral part of this report.

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The Company has not received any Proxy Form from any of the Shareholder/s (Member/s) of the Company. Moreover, we did not find any physical poll (ballot) paper/s incomplete or defective so as to treat it as invalid. However, One (1) Shareholder (Member), who attended the Forty-fifth (45) AGM, had failed to exercise his vote either through e-voting or physical poll (ballot) voting. Accordingly, his vote has not been considered for poll and the poll results thereof.

Based on aforesaid, we submit our Consolidated Scrutiniser's Report on the result of the voting by electronic means (remote e-voting) and voting by physical poll (ballot) forms at the Forty-fifth (45) AGM of the Company for all the Ordinary and Special Resolution/s placed before the Forty-fifth (45) AGM of the Equity Shareholders (Members) of the Company are attached as an Annex, which forms part and parcel of this report.

Signed and Issued on Saturday, the 1 day of September 2018 at Nagpur

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

CS Mukesh Dulichandji Parakh
ICSI Membership No. FCS - 4343, Certificate of Practice No. 13693
M/s. Mukesh Parakh & Associates, Company Secretaries [Scrutinizer]

Based on Scrutinizer's Report, the Resolution Nos. 1 to 9 are passed unanimously

For MMP Industries Limited

MMP INDUSRIES LIMITED NAGPUR

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No. ACS – 48012

Arun Raghuveer Raj Bhandari
Chairman & Managing Director
DIN - 00008901

ANNEX TO THE CONSOLIDATED SCRUTINISER'S REPORT

1. Ordinary Resolution – Adoption of Financial Statements (Standalone & Consolidated), namely, Balance Sheet, Statement of Profit & Loss, Cash Flow Statement, of the Company, together with the Board's Report and Report of the Statutory Auditors of the Company, for the financial Year 2017-2018 ended 31 March 2018

Category & Manner (Mode) of Voting	Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
e-Voting						
Promoters & Promoters Group	9	12435075 (98.90%)	NIL	NIL	NIL	NIL
Public	9	138000 (1.10%)	NIL	NIL	NIL	NIL
Total e-Voting (a)	**18**	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**
Physical Poll						
Promoters & Promoters Group	NIL	NIL	NIL	NIL	NIL	NIL
Public	5	11400 (100.00%)	NIL	NIL	1	600
Total Physical Poll (b)	**5**	**11400 (100.00%)**	**NIL**	**NIL**	**1**	**600**
Grand-Total	**23**	**12584475 (100.00%)**	**NIL**	**NIL**	**1**	**600**

2. Ordinary Resolution – Appointment of a Director in place of, Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), who retires by rotation and being eligible, offers himself for re-appointment

Category & Manner (Mode) of Voting	Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
e-Voting						
Promoters & Promoters Group	9	12435075 (98.90%)	NIL	NIL	NIL	NIL
Public	9	138000 (1.10%)	NIL	NIL	NIL	NIL
Total e-Voting (a)	**18**	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**
Physical Poll						
Promoters & Promoters Group	NIL	NIL	NIL	NIL	NIL	NIL

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Public	5	11400 (100.00%)	NIL	NIL	1	600
Total Physical Poll (b)	**5**	**11400 (100.00%)**	**NIL**	**NIL**	**1**	**600**
Grand-Total	**23**	**12584475 (100.00%)**	**NIL**	**NIL**	**1**	**600**

3. Ordinary Resolution – Ratification and Approval of, Re-appointment of Messers Manish N. Jain & Co., Chartered Accountants, Nagpur, [ICAI Firm Registration No. 138430W, Peer Review Certificate No. 010231], to hold the office from the conclusion of Forty-fifth (45) Annual General Meeting till the conclusion of the Forty-ninth (49) Annual General Meeting of the Company to be held for the financial year 2021-2022, as the Statutory Auditors of the Company

Category & Manner (Mode) of Voting	Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
e-Voting						
Promoters & Promoters Group	9	12435075 (98.90%)	NIL	NIL	NIL	NIL
Public	9	138000 (1.10%)	NIL	NIL	NIL	NIL
Total e-Voting (a)	**18**	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**
Physical Poll						
Promoters & Promoters Group	NIL	NIL	NIL	NIL	NIL	NIL
Public	5	11400 (100.00%)	NIL	NIL	1	600
Total Physical Poll (b)	**5**	**11400 (100.00%)**	**NIL**	**NIL**	**1**	**600**
Grand-Total	**23**	**12584475 (100.00%)**	**NIL**	**NIL**	**1**	**600**

4. Ordinary Resolution – Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), as a Director, [Category – Non-Promoter & Executive], of the Company, liable to retire by rotation

Category & Manner (Mode) of Voting	Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
e-Voting						
Promoters & Promoters Group	9	12435075 (98.90%)	NIL	NIL	NIL	NIL
Public	9	138000 (1.10%)	NIL	NIL	NIL	NIL
Total e-Voting (a)	**18**	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

Physical Poll						
Promoters & Promoters Group	NIL	NIL	NIL	NIL	NIL	NIL
Public	5	11400 (100.00%)	NIL	NIL	1	600
Total Physical Poll (b)	**5**	**11400 (100.00%)**	**NIL**	**NIL**	**1**	**600**
Grand-Total	**23**	**12584475 (100.00%)**	**NIL**	**NIL**	**1**	**600**

5. Special Resolution – Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), [Category – Non-Promoter & Executive], as the Whole-time Director, designated Key Managerial Personnel (KMP), of the Company, for a period of Five (5) years effective 14 December 2017

Category & Manner (Mode) of Voting	Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
e-Voting						
Promoters & Promoters Group	9	12435075 (98.90%)	NIL	NIL	NIL	NIL
Public	9	138000 (1.10%)	NIL	NIL	NIL	NIL
Total e-Voting (a)	**18**	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**
Physical Poll						
Promoters & Promoters Group	NIL	NIL	NIL	NIL	NIL	NIL
Public	5	11400 (100.00%)	NIL	NIL	1	600
Total Physical Poll (b)	**5**	**11400 (100.00%)**	**NIL**	**NIL**	**1**	**600**
Grand-Total	**23**	**12584475 (100.00%)**	**NIL**	**NIL**	**1**	**600**

6. Special Resolution – Re-appointment of Mr. Arun Raghuveer Raj Bhandari, (DIN – 00008901), [Category – Promoter & Executive], as the Managing Director, designated Key Managerial Personnel (KMP), of the Company, for a further period of Five (5) years effective 1 February 2018

Category & Manner (Mode) of Voting	Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
e-Voting						
Promoters & Promoters Group	3	3872061 (96.56%)	NIL	NIL	**6**	**8563014**

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Public	9	138000 (3.44%)	NIL	NIL	NIL	NIL
Total e-Voting (a)	**12**	**4010061 (100.00%)**	**NIL**	**NIL**	**6**	**8563014**
Physical Poll						
Promoters & Promoters Group	NIL	NIL	NIL	NIL	NIL	NIL
Public	5	11400 (100.00%)	NIL	NIL	1	600
Total Physical Poll (b)	**5**	**11400 (100.00%)**	**NIL**	**NIL**	**1**	**600**
Grand-Total	**17**	**4021461 (100.00%)**	**NIL**	**NIL**	**7**	**8563614**

7. Ordinary Resolution – Appointment of Mr. Vijay Singh Bapna, (DIN - 02599024), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company

Category & Manner (Mode) of Voting	Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
e-Voting						
Promoters & Promoters Group	9	12435075 (98.90%)	NIL	NIL	NIL	NIL
Public	9	138000 (1.10%)	NIL	NIL	NIL	NIL
Total e-Voting (a)	**18**	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**
Physical Poll						
Promoters & Promoters Group	NIL	NIL	NIL	NIL	NIL	NIL
Public	5	11400 (100.00%)	NIL	NIL	1	600
Total Physical Poll (b)	**5**	**11400 (100.00%)**	**NIL**	**NIL**	**1**	**600**
Grand-Total	**23**	**12584475 (100.00%)**	**NIL**	**NIL**	**1**	**600**

8. Ordinary Resolution – Appointment of Mr. Sunil Khanna, (DIN - 00907147), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

Category & Manner (Mode) of Voting	Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
e-Voting						
Promoters & Promoters Group	9	12435075 (98.90%)	NIL	NIL	NIL	NIL
Public	9	138000 (1.10%)	NIL	NIL	NIL	NIL
Total e-Voting (a)	**18**	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**
Physical Poll						
Promoters & Promoters Group	NIL	NIL	NIL	NIL	NIL	NIL
Public	5	11400 (100.00%)	NIL	NIL	1	600
Total Physical Poll (b)	**5**	**11400 (100.00%)**	**NIL**	**NIL**	**1**	**600**
Grand-Total	**23**	**12584475 (100.00%)**	**NIL**	**NIL**	**1**	**600**

9. Ordinary Resolution – Ratification for Payment of Remuneration to Messers Khanuja Patra & Associates, Cost Accountants, Nagpur, [Firm Registration No. 00214], as the Cost Auditors, to audit the cost records of the Company, for the financial year 2018-2019 ending 31 March 2019

Category & Manner (Mode) of Voting	Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
e-Voting						
Promoters & Promoters Group	9	12435075 (98.90%)	NIL	NIL	NIL	NIL
Public	9	138000 (1.10%)	NIL	NIL	NIL	NIL
Total e-Voting (a)	**18**	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**
Physical Poll						
Promoters & Promoters Group	NIL	NIL	NIL	NIL	NIL	NIL
Public	5	11400 (100.00%)	NIL	NIL	1	600
Total Physical Poll (b)	**5**	**11400 (100.00%)**	**NIL**	**NIL**	**1**	**600**
Grand-Total	**23**	**12584475 (100.00%)**	**NIL**	**NIL**	**1**	**600**

MMP INDUSRIES LIMITED ★ NAGPUR ★

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

The register, all other papers and relevant records relating to voting through electronic means (remote e-voting system) and voting through physical poll (ballot) shall remain in our safe custody until the Chairman considers, approves and sign the Minutes of the Forty-fifth (45) AGM and the same are handed over to the Authorised Director or Company Secretary for safe keeping by the Company.

You may declare the consolidated result of voting by electronic means (remote e-voting system) and voting through physical ballot, accordingly.

Signed and Issued on Saturday, the 1 day of September 2018 at Nagpur

MUKESH PARAKH & ASSOCIATES
FCS-4343
CoP-13693
COMPANY SECRETARIES

CS Mukesh Dulichandji Parakh
ICSI Membership No. FCS - 4343, Certificate of Practice No. 13693
M/s. Mukesh Parakh & Associates, Company Secretaries [Scrutinizer]

Based on Scrutinizer's Report, the Resolution Nos. 1 to 9 are passed unanimously

MMP INDUSRIES LIMITED
NAGPUR

For MMP Industries Limited

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No. ACS – 48012

Arun Raghuveer Raj Bhandari
Chairman & Managing Director
DIN - 00008901

CONSOLIDATED REPORT FOR e-VOTING AND PHYSICAL POLL (BALLOT) VOTING

NAME OF THE COMPANY	-	**MMP INDUSTRIES LIMITED**
CORPORATE IDENTIFICATION NUMBER (CIN)	-	**L 32300 MH 1973 PLC 030813**
REGISTERED OFFICE	-	**211, SHRI MOHINI, 345, KINGSWAY, NAGPUR – 440001, MH, IN**
FORTY-FIFTH (45) ANNUAL GENERAL MEETING	-	**FRIDAY, THE 31 DAY OF AUGUST 2018 AT 16:00 HRS.**
CUT-OFF DATE	-	**FRIDAY, THE 24 DAY OF AUGUST 2018**
E-VOTING PERIOD	-	**FROM 10:00 HRS. ON TUESDAY, THE 28 AUGUST 2018 TO 17:00 HRS. ON THURSDAY, THE 30 AUGUST 2018**

MMP INDUSRIES LIMITED ★ NAGPUR ★

MUKESH PARAKH & ASSOCIATES ★ COMPANY SECRETARIES ★ FCS-4343 CoP-13693

Sr. No. of the Resolution	Particulars of Resolution	Mode of Voting	Type of Shareholding	No of Total Votes Polled	No of Total Valid Votes	Votes in Numbers		Votes in %	
						Favour	Against	Favour	Against
A	B	C	D	E	F	G	H	I	J
1	Ordinary Resolution - Adoption of Financial Statements (Standalone & Consolidated), namely, Balance Sheet, Statement of Profit & Loss, Cash Flow Statement, of the Company, together with the Board's Report and Report of the Statutory Auditors of the Company, for the financial Year 2017-2018 ended 31 March 2018	e-Voting	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	138000	138000	138000	0	100%	0%
			Sub-Total	12573075	12573075	12573075	0	100%	0%
		Physical Poll (Ballot) Voting	Promoters & Promoters Group	0	0	0	0	N. A.	N. A.
			Public	11400	11400	11400	0	100%	0%
			Sub-Total	11400	11400	11400	0	100%	0%
		Grand Total	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	149400	149400	149400	0	100%	0%
			Grand Total	12584475	12584475	12584475	0	100%	0%

A	B	C	D	E	F	G	H	I	J
2	Ordinary Resolution - Appointment of a Director in place of, Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), who retires by rotation and being eligible, offers himself for re-appointment	e-Voting	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	138000	138000	138000	0	100%	0%
			Sub-Total	12573075	12573075	12573075	0	100%	0%
		Physical Poll (Ballot) Voting	Promoters & Promoters Group	0	0	0	0	N. A.	N. A.
			Public	11400	11400	11400	0	100%	0%
			Sub-Total	11400	11400	11400	0	100%	0%
		Grand Total	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	149400	149400	149400	0	100%	0%
			Grand Total	12584475	12584475	12584475	0	100%	0%

MMP INDUSRIES LIMITED ★ NAGPUR ★

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

A	B	C	D	E	F	G	H	I	J
3	Ordinary Resolution – Ratification and Approval of, Re-appointment of Messers Manish N. Jain & Co., Chartered Accountants, Nagpur, [ICAI Firm Registration No. 138430W, Peer Review Certificate No. 010231], to hold the office from the conclusion of Forty-fifth (45) Annual General Meeting till the conclusion of the Forty-ninth (49) Annual General Meeting of the Company to be held for the financial year 2021-2022, as the Statutory Auditors of the Company	e-Voting	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	138000	138000	138000	0	100%	0%
			Sub-Total	12573075	12573075	12573075	0	100%	0%
		Physical Poll (Ballot) Voting	Promoters & Promoters Group	0	0	0	0	N. A.	N. A.
			Public	11400	11400	11400	0	100%	0%
			Sub-Total	11400	11400	11400	0	100%	0%
		Grand Total	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	149400	149400	149400	0	100%	0%
			Grand Total	12584475	12584475	12584475	0	100%	0%

A	B	C	D	E	F	G	H	I	J
4	Ordinary Resolution - Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), as a Director, [Category – Non-Promoter & Executive], of the Company, liable to retire by rotation	e-Voting	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	138000	138000	138000	0	100%	0%
			Sub-Total	12573075	12573075	12573075	0	100%	0%
		Physical Poll (Ballot) Voting	Promoters & Promoters Group	0	0	0	0	N. A.	N. A.
			Public	11400	11400	11400	0	100%	0%
			Sub-Total	11400	11400	11400	0	100%	0%
		Grand Total	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	149400	149400	149400	0	100%	0%
			Grand Total	12584475	12584475	12584475	0	100%	0%

MMP INDUSRIES LIMITED ★ NAGPUR ★

MUKESH PARAKH & ASSOCIATES ★ COMPANY SECRETARIES ★ FCS-4343 CoP-13693

A	B	C	D	E	F	G	H	I	J
5	Special Resolution – Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), [Category– Non-Promoter & Executive], as the Whole-time Director, designated Key Managerial Personnel (KMP), of the Company, for a period of Five (5) years effective 14 December 2017	e-Voting	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	138000	138000	138000	0	100%	0%
			Sub-Total	12573075	12573075	12573075	0	100%	0%
		Physical Poll (Ballot) Voting	Promoters & Promoters Group	0	0	0	0	N. A.	N. A.
			Public	11400	11400	11400	0	100%	0%
			Sub-Total	11400	11400	11400	0	100%	0%
		Grand Total	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	149400	149400	149400	0	100%	0%
			Grand Total	12584475	12584475	12584475	0	100%	0%

A	B	C	D	E	F	G	H	I	J
6	Special Resolution - Re-appointment of Mr. Arun Raghuveer Raj Bhandari, (DIN – 00008901), [Category – Promoter & Executive], as the Managing Director, designated Key Managerial Personnel (KMP), of the Company, for a further period of Five (5) years effective 1 February 2018	e-Voting	Promoters & Promoters Group	12435075*	3872061	3872061	0	100%	0%
			Public	138000	138000	138000	0	100%	0%
			Sub-Total	12573075*	4010061	4010061	0	100%	0%
		Physical Poll (Ballot) Voting	Promoters & Promoters Group	0	0	0	0	N. A.	N. A.
			Public	11400	11400	11400	0	100%	0%
			Sub-Total	11400	11400	11400	0	100%	0%
		Grand Total	Promoters & Promoters Group	12435075*	3872061	3872061	0	100%	0%
			Public	149400	149400	149400	0	100%	0%
			Grand Total	12584475*	4021461	4021461	0	100%	0%

*** Includes 8563014 Equity Shares – Voted By Interested Parties***

MMP INDUSRIES LIMITED ★ NAGPUR ★

MUKESH PARAKH & ASSOCIATES ★ COMPANY SECRETARIES ★
FCS-4343
CoP-13693

A	B	C	D	E	F	G	H	I	J
7	Ordinary Resolution - Appointment of Mr. Vijay Singh Bapna, (DIN - 02599024), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company	e-Voting	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	138000	138000	138000	0	100%	0%
			Sub-Total	12573075	12573075	12573075	0	100%	0%
		Physical Poll (Ballot) Voting	Promoters & Promoters Group	0	0	0	0	N. A.	N. A.
			Public	11400	11400	11400	0	100%	0%
			Sub-Total	11400	11400	11400	0	100%	0%
		Grand Total	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	149400	149400	149400	0	100%	0%
			Grand Total	12584475	12584475	12584475	0	100%	0%

A	B	C	D	E	F	G	H	I	J
8	Ordinary Resolution - Appointment of Mr. Sunil Khanna, (DIN - 00907147), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company	e-Voting	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	138000	138000	138000	0	100%	0%
			Sub-Total	12573075	12573075	12573075	0	100%	0%
		Physical Poll (Ballot) Voting	Promoters & Promoters Group	0	0	0	0	N. A.	N. A.
			Public	11400	11400	11400	0	100%	0%
			Sub-Total	11400	11400	11400	0	100%	0%
		Grand Total	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	149400	149400	149400	0	100%	0%
			Grand Total	12584475	12584475	12584475	0	100%	0%

MMP INDUSRIES LIMITED ★ NAGPUR ★

MUKESH PARAKH & ASSOCIATES ★ COMPANY SECRETARIES ★ FCS-4343 CoP-13693

A	B	C	D	E	F	G	H	I	J
9	Ordinary Resolution - Ratification for Payment of Remuneration to Messers Khanuja Patra & Associates, Cost Accountants, Nagpur, [Firm Registration No. 00214], as the Cost Auditors, to audit the cost records of the Company, for the financial year 2018-2019 ending 31 March 2019	e-Voting	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	138000	138000	138000	0	100%	0%
			Sub-Total	12573075	12573075	12573075	0	100%	0%
		Physical Poll (Ballot) Voting	Promoters & Promoters Group	0	0	0	0	N. A.	N. A.
			Public	11400	11400	11400	0	100%	0%
			Sub-Total	11400	11400	11400	0	100%	0%
		Grand Total	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
			Public	149400	149400	149400	0	100%	0%
			Grand Total	12584475	12584475	12584475	0	100%	0%

Signed and Issued on Saturday, the 1 day of September 2018 at Nagpur

Scrutinizer

For Messers Mukesh Parakh & Associates
Company Secretaries

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

CS Mukesh Dulichandji Parakh
ICSI Membership No. FCS - 4343
Certificate of Practice No. 13693

Company

For MMP Industries Limited

MMP INDUSRIES LIMITED NAGPUR

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No. ACS – 48012

Company

Arun Raghuveer Raj Bhandari
Chairman & Managing Director
DIN - 00008901

MUKESH PARAKH & ASSOCIATES
COMPANY SECRETARIES
203, Level 2, Manomay Plaza, 272, Central Bazar Road
Ramdaspeth, Nagpur - 440010, Maharashtra
+91 712 2434703 / 9371234703 E-mail ID : csmukesh@live.com

Saturday, the 1 September 2018

To,

The Chairman of Forty-fifth (45) Annual General Meeting of the Shareholders (Members) of MMP Industries Limited held on Friday, the 31 day of August 2018 at 16:00 Hrs. at Hotel Tuli Imperial, Central Bazar Road, Ramdaspeth, Nagpur - 440010, Maharashtra, India

Sub: Voting through electronic means (remote e-voting) process pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['SEBI (LODR) Regulations, 2015' OR 'Listing Regulations']

Dear Sirs,

We, M/s. Mukesh Parakh & Associates, Company Secretaries, Nagpur, [ICSI Membership No. FCS – 4343, Certificate of Practice No. 13693], have been appointed by the Board of Directors of MMP Industries Limited ('the Company') vide its Resolution passed at their Meeting No. 4 of FY 2018-2019 held on Wednesday, the 30 day of May 2018, as a Scrutinizer for the Forty-fifth (45) Annual General Meeting of the Equity Shareholders (Members) of the Company, to be held on Friday, the 31 day of August 2018 at 16:00 Hrs., at Hotel Tuli Imperial, Central Bazar Road, Ramdaspeth, Nagpur - 440010, Maharashtra, India, for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including Amendment Rules, 2015 ("the Rules") and Regulation 44 of the SEBI (LODR) Regulations, 2015 (as amended) ['Listing Regulations'], on all the Ordinary and Special Resolution/s referred to in this report.

MMP INDUSTRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

The Board of Directors of the Company have, vide its Resolution passed at their Meeting No. 5 of FY 2018-2019 held on Monday, the 23 day of July 2018 decided to provide the Shareholders (Members) of the Company, whose names appear as on Friday, the 24 day of August 2018 ["Cut-off (Record) Date"], a facility to exercise their right to vote on all the Ordinary and Special Resolution/s as set out in the Notice of Friday, the 23 day of July 2018 calling for the Forty-fifth (45) Annual General Meeting to be held on Friday, the 31 day of August 2018 at Nagpur ["Forty-fifth (45) AGM Notice"] by electronic means (remote e-voting) through e-voting platform of Central Depository Services (India) Limited (CDSIL).

The Company Management is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with the rules relating to voting through electronic means (remote e-voting) on all the Ordinary and Special Resolution/s contained in the Forty-fifth (45) AGM Notice.

Our responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" "against" or "invalid / abstain / by interested parties" for all the Ordinary and Special Resolution/s, based on the reports generated from the e-voting system platform provided by the Central Depository Services (India) Limited (CDSIL), the authorised agency to provide the e-voting facilities engaged by the Company.

The Forty-fifth (45) AGM Notice of the Company along with statement setting out material facts under Section 102 of the Act were sent to all the Eight Hundred & Fifty Five (855) Equity Shareholders (Members) of the Company as per BENPOS of Friday, the 27 day of July 2018 in respect of all the below mentioned Ordinary and Special Resolution/s to be placed at the Forty-fifth (45) AGM of the Shareholders (Members) of the Company to be held on Friday, the 31 day of August 2018 at Nagpur.

The Forty-fifth (45) AGM Notice was sent through electronic means (e-mail) on Monday, the 30 day of July 2018 & Tuesday, the 31 day of July 2018 to Seven Hundred & Eight (708) [after eliminating bounced back e-mail/s] Shareholders (Members) of the Company, whose names were appearing in the Register of Members or List of Beneficial Owners and who had provided e-mail id for receipt of such documents in electronic mode.

The Forty-fifth (45) AGM Notice was sent through Couriers on Tuesday, the 31 day of July 2018, to One Hundred & Forty Seven (147) Shareholders (Members) of the Company, whose names were appearing in the Register of Members or List of Beneficial Owners of the Company.

MMP INDUSRIES LIMITED ★ NAGPUR ★

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

The Company has also published a Notice on Thursday, the 2 day of August 2018 in "The Indian Express" in English Language and in "Loksatta" in Marathi (Vernacular) Language mentioning about the Forty-fifth (45) AGM and also specifying therein the matters prescribed in the Rules including with regard to voting through electronic means (remote e-voting system).

The Forty-fifth (45) AGM Notice:-

a. mentioned that the business may be transacted through electronic means (remote e-voting system);

b. indicated the process and manner for voting through electronic means (remote e-voting) and mentioned that the e-voting period remained open from 10:00 Hrs. on Tuesday, the 28 day of August 2018 to 17:00 Hrs. on Thursday, the 30 day of August 2018 during which period the Shareholders (Members) as of Cut-off (Record) Date may cast their votes through electronic means (remote e-voting system);

c. the CDSIL provided the login id and also the password or facility for generating password to enable casting of the vote by electronic means (remote e-voting system).

The Company has also provided the voting by physical ballot paper to the Shareholder/s (Member/s), who do not have access the remote e-voting facility.

The Equity Shareholders (Members) of the Company holding equity shares as on Friday the 24 day of August 2018 ["Cut-off (Record) Date"] were entitled to vote on all the proposed Ordinary and Special Resolution/s as set out at Agenda Item Nos. 1 to 9 of the Forty-fifth (45) AGM Notice of the Company.

The period for remote e-voting commenced at from 10:00 Hrs. on Tuesday, the 28 day of August 2018 to 17:00 Hrs. on Thursday, the 30 day of August 2018. The CDSIL remote e-voting platform facility was blocked thereafter.

Subsequently, the votes cast under remote e-voting facility were unblocked at 18:05:30 Hrs. on Thursday, the 30 day of August 2018 and 19:57:57 Hrs. on Friday, the 31 day of August 2018, respectively, in the presence in two (2) witnesses namely CS Viral Ishan Somaiya and Ms. Minaxi Shriprakash Mishra who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:-

1. CS Viral Ishan Somaiya
   # 501, Chetna Sahaniwas, Dhantoli, Nagpur – 440012, MH, IN

Somaiya

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

2. Ms. Minaxi Shriprakash Mishra
Plot No. 83, Pawar Nagar, Nagpur – 440034, MH, IN

Thereafter, the details containing *inter-alia* List of Equity Shareholders (Members) with their Shareholding/s as on Cut-off (Record) Date, who voted "In favour" "against" or "invalid / abstain / by interested parties" for each of the Ordinary and Special Resolution/s that were put to vote, were generated from the e-voting website of the CDSIL *https://www.evotingindia.com* and based on such reports generated, scrutinized and reviewed by us, the summary result of the e-voting is annexed herewith and forms an integral part of this report.

The register, all other papers and relevant records relating to voting through electronic means (remote e-voting system) shall remain in our safe custody until the Chairman considers, approves and sign the Minutes of the Forty-fifth (45) AGM and the same will be handed over to the Authorised Director or Company Secretary for safe keeping by the Company.

You may declare the result of voting by electronic means (remote e-voting system) accordingly.

Signed and Issued on Saturday, the 1 day of September 2018 at Nagpur

MUKESH PARAKH & ASSOCIATES
FCS-4343
CoP-13693
COMPANY SECRETARIES

CS Mukesh Dulichandji Parakh
ICSI Membership No. FCS - 4343, Certificate of Practice No. 13693
M/s. Mukesh Parakh & Associates, Company Secretaries [Scrutinizer]

<u>Based on Scrutinizer's Report, the Resolution Nos. 1 to 9 are passed unanimously</u>

For MMP Industries Limited

MMP INDUSRIES LIMITED
NAGPUR

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No. ACS – 48012

Arun Raghuveer Raj Bhandari
Chairman & Managing Director
DIN - 00008901

SUMMARY RESULT OF e-VOTING

1. Ordinary Resolution – Adoption of Financial Statements (Standalone & Consolidated), namely, Balance Sheet, Statement of Profit & Loss, Cash Flow Statement, of the Company, together with the Board's Report and Report of the Statutory Auditors of the Company, for the financial Year 2017-2018 ended 31 March 2018

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
18	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**

2. Ordinary Resolution – Appointment of a Director in place of, Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), who retires by rotation and being eligible, offers himself for re-appointment

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
18	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**

3. Ordinary Resolution – Ratification and Approval of, Re-appointment of Messers Manish N. Jain & Co., Chartered Accountants, Nagpur, [ICAI Firm Registration No. 138430W, Peer Review Certificate No. 010231], to hold the office from the conclusion of Forty-fifth (45) Annual General Meeting till the conclusion of the Forty-ninth (49) Annual General Meeting of the Company to be held for the financial year 2021-2022, as the Statutory Auditors of the Company

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
18	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**

4. Ordinary Resolution – Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), as a Director, [Category – Non-Promoter & Executive], of the Company, liable to retire by rotation

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
18	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**

5. Special Resolution – Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), [Category – Non-Promoter & Executive], as the Whole-time Director, designated Key Managerial Personnel, of the Company, for a period of Five (5) years effective 14 December 2017

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
18	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**

6. Special Resolution – Re-appointment of Mr. Arun Raghuveer Raj Bhandari, (DIN – 00008901), [Category – Promoter & Executive], as the Managing Director, designated Key Managerial Personnel, of the Company, for a further period of Five (5) years effective 1 February 2018

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
12	**4010061 (100.00%)**	**NIL**	**NIL**	**6**	**8563014**

7. Ordinary Resolution – Appointment of Mr. Vijay Singh Bapna, (DIN - 02599024), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
18	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**

8. Ordinary Resolution – Appointment of Mr. Sunil Khanna, (DIN - 00907147), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
18	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**

MMP INDUSRIES LIMITED ★ NAGPUR ★

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

9. Ordinary Resolution – Ratification for Payment of Remuneration to Messers Khanuja Patra & Associates, Cost Accountants, Nagpur, [Firm Registration No. 00214], as the Cost Auditors, to audit the cost records of the Company, for the financial year 2018-2019 ending 31 March 2019

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	No. of votes cast with % of total no. of valid votes	No. of Members	Total No. of votes
18	**12573075 (100.00%)**	**NIL**	**NIL**	**NIL**	**NIL**

Signed and Issued on Saturday, the 1 day of September 2018 at Nagpur

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

CS Mukesh Dulichandji Parakh
ICSI Membership No. FCS - 4343, Certificate of Practice No. 13693
M/s. Mukesh Parakh & Associates, Company Secretaries [Scrutinizer]

Based on Scrutinizer's Report, the Resolution Nos. 1 to 9 are passed unanimously

For MMP Industries Limited

MMP INDUSRIES LIMITED NAGPUR

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No. ACS – 48012

Arun Raghuveer Raj Bhandari
Chairman & Managing Director
DIN - 0008901

SUMMARY OF e-VOTING

NAME OF THE COMPANY	-	**MMP INDUSTRIES LIMITED**
CORPORATE IDENTIFICATION NUMBER (CIN)	-	**L 32300 MH 1973 PLC 030813**
REGISTERED OFFICE	-	**211, SHRI MOHINI, 345, KINGSWAY, NAGPUR – 440001, MH, IN**
FORTY-FIFTH (45) ANNUAL GENERAL MEETING	-	**FRIDAY, THE 31 DAY OF AUGUST 2018 AT 16:00 HRS.**
CUT-OFF (RECORD) DATE	-	**FRIDAY, THE 24 DAY OF AUGUST 2018**
e-VOTING PERIOD	-	**FROM 10:00 HRS. ON TUESDAY, THE 28 AUGUST 2018 TO 17:00 HRS. ON THURSDAY, THE 30 AUGUST 2018**

Sr. No. of the Resolution	Particulars of Resolution	Type of Shareholding	No of Total Votes Polled	No of Valid Votes	Votes in Numbers		Votes in %	
					Favour	Against	Favour	Against
A	B	C	D	E	F	G	H	I
1	Ordinary Resolution - Adoption of Financial Statements (Standalone & Consolidated), namely, Balance Sheet, Statement of Profit & Loss, Cash Flow Statement, of the Company, together with the Board's Report and Report of the Statutory Auditors of the Company, for the financial Year 2017-2018 ended 31 March 2018	Promoters & Promoters Group	12435075	12435075	12435075	0	100%	0%
		Public	138000	138000	138000	0	100%	0%
		Total	12573075	12573075	12573075	0	100%	0%

MMP INDUSRIES LIMITED * NAGPUR *

MUKESH PARAKH & ASSOCIATES * COMPANY SECRETARIES * FCS-4343 CoP-13693

A	B	C	D	E	F	G	H	I
2	Ordinary Resolution - Appointment of a Director in place of, Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), who retires by rotation and being eligible, offers himself for re-appointment	**Promoters & Promoters Group**	**12435075**	**12435075**	**12435075**	**0**	**100%**	**0%**
		Public	**138000**	**138000**	**138000**	**0**	**100%**	**0%**
		Total	**12573075**	**12573075**	**12573075**	**0**	**100%**	**0%**

3	Ordinary Resolution – Ratification and Approval of, Re-appointment of Messers Manish N. Jain & Co., Chartered Accountants, Nagpur, [ICAI Firm Registration No. 138430W, Peer Review Certificate No. 010231], to hold the office from the conclusion of Forty-fifth (45) Annual General Meeting till the conclusion of the Forty-ninth (49) Annual General Meeting of the Company to be held for the financial year 2021-2022, as the Statutory Auditors of the Company	**Promoters & Promoters Group**	**12435075**	**12435075**	**12435075**	**0**	**100%**	**0%**
		Public	**138000**	**138000**	**138000**	**0**	**100%**	**0%**
		Total	**12573075**	**12573075**	**12573075**	**0**	**100%**	**0%**

4	Ordinary Resolution - Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), as a Director, [Category – Non-Promoter & Executive], of the Company, liable to retire by rotation	**Promoters & Promoters Group**	**12435075**	**12435075**	**12435075**	**0**	**100%**	**0%**
		Public	**138000**	**138000**	**138000**	**0**	**100%**	**0%**
		Total	**12573075**	**12573075**	**12573075**	**0**	**100%**	**0%**

MMP INDUSRIES LIMITED
NAGPUR

MUKESH PARAKH & ASSOCIATES
FCS-4343
CoP-13693
COMPANY SECRETARIES

A	B	C	D	E	F	G	H	I
5	Special Resolution – Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), [Category– Non-Promoter & Executive], as the Whole-time Director, designated Key Managerial Personnel (KMP), of the Company, for a period of Five (5) years effective 14 December 2017	**Promoters & Promoters Group**	**12435075**	**12435075**	**12435075**	**0**	**100%**	**0%**
		Public	**138000**	**138000**	**138000**	**0**	**100%**	**0%**
		Total	**12573075**	**12573075**	**12573075**	**0**	**100%**	**0%**

6	Special Resolution - Re-appointment of Mr. Arun Raghuveer Raj Bhandari, (DIN – 00008901), [Category – Promoter & Executive], as the Managing Director, designated Key Managerial Personnel (KMP), of the Company, for a further period of Five (5) years effective 1 February 2018	**Promoters & Promoters Group**	**12435075***	**3872061**	**3872061**	**0**	**100%**	**0%**
		Public	**138000**	**138000**	**138000**	**0**	**100%**	**0%**
		Total	**12435075***	**4010061**	**4010061**	**0**	**100%**	**0%**

**** Includes 8563014 Equity Shares – Voted By Interested Parties***

7	Ordinary Resolution - Appointment of Mr. Vijay Singh Bapna, (DIN - 02599024), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company	**Promoters & Promoters Group**	**12435075**	**12435075**	**12435075**	**0**	**100%**	**0%**
		Public	**138000**	**138000**	**138000**	**0**	**100%**	**0%**
		Total	**12573075**	**12573075**	**12573075**	**0**	**100%**	**0%**

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

A	B	C	D	E	F	G	H	I
8	Ordinary Resolution - Appointment of Mr. Sunil Khanna, (DIN - 00907147), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company	**Promoters & Promoters Group**	**12435075**	**12435075**	**12435075**	**0**	**100%**	**0%**
		Public	**138000**	**138000**	**138000**	**0**	**100%**	**0%**
		Total	**12573075**	**12573075**	**12573075**	**0**	**100%**	**0%**

9	Ordinary Resolution - Ratification for Payment of Remuneration to Messers Khanuja Patra & Associates, Cost Accountants, Nagpur, [Firm Registration No. 00214], as the Cost Auditors, to audit the cost records of the Company, for the financial year 2018-2019 ending 31 March 2019	**Promoters & Promoters Group**	**12435075**	**12435075**	**12435075**	**0**	**100%**	**0%**
		Public	**138000**	**138000**	**138000**	**0**	**100%**	**0%**
		Total	**12573075**	**12573075**	**12573075**	**0**	**100%**	**0%**

Signed and Issued on Saturday, the 1 day of September 2018 at Nagpur

Scrutinizer

For Messers Mukesh Parakh & Associates
Company Secretaries

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

CS Mukesh Dulichandji Parakh
ICSI Membership No. FCS - 4343
Certificate of Practice No. 13693

Company

For MMP Industries Limited

MMP INDUSRIES LIMITED NAGPUR

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No. ACS – 48012

Company

Arun Raghuveer Raj Bhandari
Chairman & Managing Director
DIN - 00008901

MUKESH PARAKH & ASSOCIATES
COMPANY SECRETARIES
203, Level 2, Manomay Plaza, 272, Central Bazar Road
Ramdaspeth, Nagpur - 440010, Maharashtra
+91 712 2434703 / 9371234703 E-mail ID : csmukesh@live.com

Saturday, the 1 September 2018

To,

The Chairman of Forty-fifth (45) Annual General Meeting of the Shareholders (Members) of MMP Industries Limited held on Friday, the 31 day of August 2018 at 16:00 Hrs. at Hotel Tuli Imperial, Central Bazar Road, Ramdaspeth, Nagpur - 440010, Maharashtra, India

Sub: Voting through Physical Ballot Form (Form No. MGT-12) pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 including Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['SEBI (LODR) Regulations, 2015' OR 'Listing Regulations']

Dear Sirs,

We, M/s. Mukesh Parakh & Associates, Company Secretaries, Nagpur, [ICSI Membership No. FCS – 4343, Certificate of Practice No. 13693], have been appointed by the Board of Directors of MMP Industries Limited ('the Company') vide its Resolution passed at their Meeting No. 4 of FY 2018-2019 held on Wednesday, the 30 day of May 2018, as a Scrutinizer for the Forty-fifth (45) Annual General Meeting of the Equity Shareholders (Members) of the Company, to be held on Friday, the 31 day of August 2018 at 16:00 Hrs., at Hotel Tuli Imperial, Central Bazar Road, Ramdaspeth, Nagpur - 440010, Maharashtra, India, for the purpose of scrutinizing the physical ballot voting process in a fair and transparent manner and ascertaining the requisite majority on physical ballot voting carried out pursuant to the provisions of Section 109 of the Companies Act, 2013 ("the Act") read with Rule 21 of the Companies (Management and Administration) Rules, 2014 including Amendment Rules, 2015 ("the Rules") and Regulation 44 of the SEBI (LODR) Regulations, 2015 (as amended) ['Listing Regulations'], on all the Ordinary and Special Resolution/s referred to in this report.

MMP INDUSRIES LIMITED * NAGPUR *

FCS-4343 CoP-13693 MUKESH PARAKH & ASSOCIATES * COMPANY SECRETARIES *

The Board of Directors of the Company have, vide its Resolution passed at their Meeting No. 5 of FY 2018-2019 held on Monday, the 23 day of July 2018 decided to provide the Equity Shareholder/s (Member/s) of the Company, who do not have access the remote e-voting facility and whose names appear as on Friday, the 24 day of August 2018 ["Cut-off (Record) Date"], a facility to exercise their right to vote on all the Ordinary and Special Resolution/s as set out in the Notice of Monday, the 23 day of July 2018 calling for the Forty-fifth (45) Annual General Meeting to be held on Friday, the 31 day of August 2018 at Nagpur ("45 AGM Notice") by physical ballot voting at the Forty-fifth (45) AGM of the Company.

The Company Management is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with the rules relating to physical ballot voting on all the Ordinary and Special Resolution/s contained in the Forty-fifth (45) AGM Notice of the Company.

Our responsibility as a Scrutinizer for the physical ballot voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" "against" or "invalid / abstain / by interested parties" for all the Ordinary and Special Resolution/s contained in the Forty-fifth (45) AGM Notice of the Company.

The Forty-fifth (45) AGM Notice of the Company along with statement setting out material facts under Section 102 of the Act were sent to all the Eight Hundred & Fifty Five (855) Equity Shareholders (Members) of the Company as per BENPOS of Friday, the 27 day of July 2018 in respect of all the below mentioned Ordinary and Special Resolution/s to be placed at the Forty-fifth (45) AGM of the Shareholders (Members) of the Company to be held on Friday, the 31 day of August 2018 at Nagpur.

The Forty-fifth (45) AGM Notice was sent through electronic means (e-mail) on Monday, the 30 day of July 2018 & Tuesday, the 31 day of July 2018 to Seven Hundred & Eight (708) [after eliminating bounced back e-mail/s] Shareholders (Members) of the Company whose names were appearing in the Register of Members or List of Beneficial Owners and who had provided e-mail id for receipt of such documents in electronic mode.

The Forty-fifth (45) AGM Notice was sent through Couriers on Tuesday, the 31 day of July 2018, to One Hundred & Forty Seven (147) Shareholders (Members) of the Company, whose names were appearing in the Register of Members or List of Beneficial Owners of the Company.

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

The Company has also published a Notice on Thursday, the 2 day of August 2018 in "The Indian Express" in English Language and in "Loksatta" in Marathi (Vernacular) Language mentioning about the Forty-fifth (45) AGM and also specifying therein the matters prescribed in the Rules including with regard to voting through electronic means (remote e-voting system) and also voting through physical ballot process at the Forty-fifth (45) AGM of the Company.

The Forty-fifth (45) AGM Notice mentioned that the business may be transacted through electronic means (remote e-voting system) and also by physical ballot voting by the member/s who do not have access the remote e-voting facility.

The Equity Shareholders (Members) of the Company holding equity shares as on Friday the 24 day of August 2018 ["Cut-off (Record) Date"] were entitled to vote on all the proposed Ordinary and Special Resolution/s as set out at Agenda Item Nos. 1 to 9 of the Forty-fifth (45) AGM Notice of the Company.

Accordingly, a Scrutinizer's Report for physical ballot voting process conducted at the Forty-fifth (45) AGM of the Company is provided in the prescribed Form No. MGT-13.

FORM No. MGT-13
Report of Scrutinizer

[Pursuant to Section 109(5) of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014 including Amendment Rules, 2015 (as amended)]

We, M/s. Mukesh Parakh & Associates, Company Secretaries, Nagpur, [ICSI Membership No. FCS – 4343, Certificate of Practice No. 13693], appointed as a Scrutinizer for the purpose of the poll taken on all the Ordinary and Special Resolution/s at the Forty-fifth (45) Annual General Meeting of the equity Shareholder/s (Member/s) of the Company held on Friday, the 31 day of August 2018 at 16:00 Hrs. at Hotel Tuli Imperial, Central Bazar Road, Ramdaspeth, Nagpur - 440010, Maharashtra, India, submit our report as under:-

a. On commencement of time fixed for the physical poll (ballot) voting by the Chairman, an empty ballot box kept for physical poll (ballot) voting was locked in our presence with due identification mark placed by us.

b. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company or Registrar and Share Transfer Agent of the Company.

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

c. The Company has not received any Proxy Form from any of the Shareholder/s (Member/s) of the Company. Moreover, we did not find any physical poll (ballot) paper/s incomplete or defective so as to treat it as invalid. However, One (1) Shareholder (Member) holding 600 Equity Shares, who attended the Forty-fifth (45) AGM, had failed to exercise his vote either through e-voting or physical poll (ballot) voting. Accordingly, his vote has not been considered for poll and the poll results thereof.

d. Accordingly, the result of the Poll is as under:-

1. Ordinary Resolution – Adoption of Financial Statements (Standalone & Consolidated), namely, Balance Sheet, Statement of Profit & Loss, Cash Flow Statement, of the Company, together with the Board's Report and Report of the Statutory Auditors of the Company, for the financial Year 2017-2018 ended 31 March 2018

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	Total No. of Members (in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them
5	**11400*** **(100.00%)**	**NIL**	**NIL**	**1**	**600**

2. Ordinary Resolution – Appointment of a Director in place of, Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), who retires by rotation and being eligible, offers himself for re-appointment

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	Total No. of Members (in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them
5	**11400*** **(100.00%)**	**NIL**	**NIL**	**1**	**600**

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

3. Ordinary Resolution – Ratification and Approval of, Re-appointment of Messers Manish N. Jain & Co., Chartered Accountants, Nagpur, [ICAI Firm Registration No. 138430W, Peer Review Certificate No. 010231], to hold the office from the conclusion of Forty-fifth (45) Annual General Meeting till the conclusion of the Forty-ninth (49) Annual General Meeting of the Company to be held for the financial year 2021-2022, as the Statutory Auditors of the Company

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	Total No. of Members (in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them
5	**11400* (100.00%)**	**NIL**	**NIL**	**1**	**600**

4. Ordinary Resolution – Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), as a Director, [Category – Non-Promoter & Executive], of the Company, liable to retire by rotation

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	Total No. of Members (in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them
5	**11400* (100.00%)**	**NIL**	**NIL**	**1**	**600**

5. Special Resolution – Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), [Category – Non-Promoter & Executive], as the Whole-time Director, designated Key Managerial Personnel, of the Company, for a period of Five (5) years effective 14 December 2017

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES FCS-4343 CoP-13693 COMPANY SECRETARIES

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	Total No. of Members (in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them
5	**11400* (100.00%)**	**NIL**	**NIL**	**1**	**600**

6. Special Resolution – Re-appointment of Mr. Arun Raghuveer Raj Bhandari, (DIN – 00008901), [Category – Promoter & Executive], as the Managing Director, designated Key Managerial Personnel, of the Company, for a further period of Five (5) years effective 1 February 2018

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	Total No. of Members (in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them
5	**11400* (100.00%)**	**NIL**	**NIL**	**1**	**600**

7. Ordinary Resolution – Appointment of Mr. Vijay Singh Bapna, (DIN - 02599024), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	Total No. of Members (in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them
5	**11400* (100.00%)**	**NIL**	**NIL**	**1**	**600**

8. Ordinary Resolution – Appointment of Mr. Sunil Khanna, (DIN - 00907147), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	Total No. of Members (in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them
5	**11400* (100.00%)**	**NIL**	**NIL**	**1**	**600**

9. Ordinary Resolution – Ratification for Payment of Remuneration to Messers Khanuja Patra & Associates, Cost Accountants, Nagpur, [Firm Registration No. 00214], as the Cost Auditors, to audit the cost records of the Company, for the financial year 2018-2019 ending 31 March 2019

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

Voted in **favour** of the resolution		Voted **against** the resolution		Invalid / Abstain / By Interested Parties	
No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	No. of Members present and voting (in person or by proxy)	No. of votes cast by them with % of total no. of valid votes cast	Total No. of Members (in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them
5	**11400* (100.00%)**	**NIL**	**NIL**	**1**	**600**

* **Excludes** *One (1) Shareholder (Member) holding 600 equity Shares, who has not exercised vote and remained abstain from voting*

e. The Register containing a List of Equity Shareholders (Members) who voted "FOR" and "AGAINST" or whose vote/s were treated as an "invalid / abstain / by interested parties" for each Resolution/s is enclosed.

f. The physical poll (ballot) paper/s and all other relevant records were sealed and handed over to the Director or Company Secretary authorised by the Board of Directors for safe keeping by the Company.

You may declare the result of voting by physical ballot process accordingly.

Signed and Issued on Saturday, the 1 day of September 2018 at Nagpur

FCS-4343
CoP-13693
MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES

CS Mukesh Dulichandji Parakh
ICSI Membership No. FCS - 4343, Certificate of Practice No. 13693
M/s. Mukesh Parakh & Associates, Company Secretaries [Scrutinizer]

Based on Scrutinizer's Report, the Resolution Nos. 1 to 9 are passed unanimously

For MMP Industries Limited

MMP INDUSRIES LIMITED NAGPUR

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No. ACS – 48012

Arun Raghuveer Raj Bhandari
Chairman & Managing Director
DIN - 00008901

SUMMARY OF PHYSICAL POLL (BALLOT) VOTING

NAME OF THE COMPANY - **MMP INDUSTRIES LIMITED**

CORPORATE IDENTIFICATION NUMBER (CIN) - **L 32300 MH 1973 PLC 030813**

REGISTERED OFFICE - **211, SHRI MOHINI, 345, KINGSWAY, NAGPUR – 440001, MH, IN**

FORTY-FIFTH (45) ANNUAL GENERAL MEETING - **FRIDAY, THE 31 DAY OF AUGUST 2018 AT 16:00 HRS.**

CUT-OFF (RECORD) DATE - **FRIDAY, THE 24 DAY OF AUGUST 2018**

Sr. No. of the Resolution	Particulars of Resolution	Type of Shareholding	No of Total Votes Polled	No of Valid Votes	Votes in Numbers		Votes in %	
					Favour	Against	Favour	Against
A	B	C	D	E	F	G	H	I
1	Ordinary Resolution - Adoption of Financial Statements (Standalone & Consolidated), namely, Balance Sheet, Statement of Profit & Loss, Cash Flow Statement, of the Company, together with the Board's Report and Report of the Statutory Auditors of the Company, for the financial Year 2017-2018 ended 31 March 2018	Promoters & Promoters Group	0	0	0	0	N.A.	N. A.
		Public	11400	11400	11400	0	100%	0%
		Total	11400	11400	11400	0	100%	0%

MMP INDUSTRIES LIMITED ★ NAGPUR ★

MUKESH PARAKH & ASSOCIATES ★ COMPANY SECRETARIES ★
FCS-4343
CoP-13693

A	B	C	D	E	F	G	H	I
2	Ordinary Resolution - Appointment of a Director in place of, Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), who retires by rotation and being eligible, offers himself for re-appointment	**Promoters & Promoters Group**	**0**	**0**	**0**	**0**	**N.A.**	**N. A.**
		Public	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
		Total	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
3	Ordinary Resolution – Ratification and Approval of, Re-appointment of Messers Manish N. Jain & Co., Chartered Accountants, Nagpur, [ICAI Firm Registration No. 138430W, Peer Review Certificate No. 010231], to hold the office from the conclusion of Forty-fifth (45) Annual General Meeting till the conclusion of the Forty-ninth (49) Annual General Meeting of the Company to be held for the financial year 2021-2022, as the Statutory Auditors of the Company	**Promoters & Promoters Group**	**0**	**0**	**0**	**0**	**N.A.**	**N. A.**
		Public	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
		Total	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
4	Ordinary Resolution - Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), as a Director, [Category – Non-Promoter & Executive], of the Company, liable to retire by rotation	**Promoters & Promoters Group**	**0**	**0**	**0**	**0**	**N.A.**	**N. A.**
		Public	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
		Total	**11400**	**11400**	**11400**	**0**	**100%**	**0%**

MMP INDUSRIES LIMITED NAGPUR

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

A	B	C	D	E	F	G	H	I
5	Special Resolution – Appointment of Mr. Bhinvkaran Dhularam Jangid, (DIN - 08021867), [Category– Non-Promoter & Executive], as the Whole-time Director, designated Key Managerial Personnel (KMP), of the Company, for a period of Five (5) years effective 14 December 2017	**Promoters & Promoters Group**	**0**	**0**	**0**	**0**	**N.A.**	**N. A.**
		Public	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
		Total	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
6	Special Resolution - Re-appointment of Mr. Arun Raghuveer Raj Bhandari, (DIN – 00008901), [Category – Promoter & Executive], as the Managing Director, designated Key Managerial Personnel (KMP), of the Company, for a further period of Five (5) years effective 1 February 2018	**Promoters & Promoters Group**	**0**	**0**	**0**	**0**	**N.A.**	**N. A.**
		Public	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
		Total	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
7	Ordinary Resolution - Appointment of Mr. Vijay Singh Bapna, (DIN - 02599024), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company	**Promoters & Promoters Group**	**0**	**0**	**0**	**0**	**N.A.**	**N. A.**
		Public	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
		Total	**11400**	**11400**	**11400**	**0**	**100%**	**0%**

MMP INDUSRIES LIMITED ★ NAGPUR ★

MUKESH PARAKH & ASSOCIATES ★ COMPANY SECRETARIES ★ FCS-4343 CoP-13693

A	B	C	D	E	F	G	H	I
8	Ordinary Resolution - Appointment of Mr. Sunil Khanna, (DIN - 00907147), as a Director, [Category – Non-executive, Independent], of the Company and also, for a fixed first term of Three (3) consecutive year/s, i. e. from the conclusion of Forty-fifth (45) Annual General Meeting up to the conclusion of Forty-eighth (48) Annual General Meeting of the Company to be held for the financial year 2020-2021 ending 31 March 2021, as an Independent Director of the Company	**Promoters & Promoters Group**	**0**	**0**	**0**	**0**	**N.A.**	**N. A.**
		Public	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
		Total	**11400**	**11400**	**11400**	**0**	**100%**	**0%**

9	Ordinary Resolution - Ratification for Payment of Remuneration to Messers Khanuja Patra & Associates, Cost Accountants, Nagpur, [Firm Registration No. 00214], as the Cost Auditors, to audit the cost records of the Company, for the financial year 2018-2019 ending 31 March 2019	**Promoters & Promoters Group**	**0**	**0**	**0**	**0**	**N.A.**	**N. A.**
		Public	**11400**	**11400**	**11400**	**0**	**100%**	**0%**
		Total	**11400**	**11400**	**11400**	**0**	**100%**	**0%**

Signed and Issued on Saturday, the 1 day of September 2018 at Nagpur

Scrutinizer

For Messers Mukesh Parakh & Associates
Company Secretaries

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES FCS-4343 CoP-13693

CS Mukesh Dulichandji Parakh
ICSI Membership No. FCS - 4343
Certificate of Practice No. 13693

Company

For MMP Industries Limited

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No. ACS – 48012

MMP INDUSRIES LIMITED NAGPUR

Company

Arun Raghuveer Raj Bhandari
Chairman & Managing Director
DIN - 00008901