

Ref: MPSTL/SE/47/2023-24

Date: 01 August 2023

✓	National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051, India Symbol: MPSTLTD ISIN: INE943D01017	BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001, India Scrip Code: 532440 ISIN: INE943D01017
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Dear Sirs,

Sub: Voting Results u/r 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 along with the Consolidated Scrutinizer's Report

This is with reference to our earlier communication dated 31 July 2023, through which we intimated the brief proceedings of the 53rd AGM of Members of MPS Limited which was duly convened on Monday, 31 July 2023, at 11.30 A.M. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM').

In this regard and in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to further inform you that the Shareholders of the Company vide Remote E-voting and e-voting at the AGM have approved all the resolutions as set out Notice convening 53rd Annual General Meeting of the Company as detailed below by requisite majority:

Ordinary Business:

S. No.	Resolution	Type of Resolution
1.	a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2023, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2023, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary
2.	Declaration of Final Dividend of INR 20/- (Rupees Twenty Only) per Equity Share of INR 10/- each for the Financial Year 2022-23.	Ordinary
3.	Appointment of Ms. Yamini Tandon (DIN: 06937633), Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment as a Director.	Ordinary

In terms of Regulation 44(3) of SEBI Listing Regulations, the copy of the voting results and Scrutinizer's Report are enclosed herewith as Annexure-A and Annexure-B respectively.



MPS Limited

A-1, Tower A, 4th Floor, Windsor IT Park, Sector 125, Noida
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The result of the remote e-voting and e-voting at the AGM along with the Report of the Scrutinizer are also being hosted on the website of the Company i.e. www.mpslimited.com and website of Central Depository Services (India) Limited (CDSL) (e-voting agency) i.e. www.cdslindia.com.

This is for your kind information and record.

Thanking you,

Yours Faithfully,
For MPS Limited

Raman Sapra
Company Secretary and Compliance Officer

Encl: As above

www.mpslimited.com

NAME OF THE COMPANY: MPS LIMITED

NUMBER OF SHAREHOLDERS AS ON EVOTING CUT-OFF DATE: 14,213

1. Adoption of Audited Standalone and Consolidated Financial Statements together with Reports of the Board of Directors and Auditor's thereon for the financial year ended 31st March, 2023.

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-VOTING	11690615	11690615	100.00	11690615	0	100.00	0
	POLL		-	-	-	-	-	-
	POSTAL_BALLOT		-	-	-	-	-	-
	VENUE-VOTING		-	-	-	-	-	-
	SUB TOTAL		11690615	11690615	100.00	11690615	0	100.00
NON- PROMOTER NON-PUBLIC	E-VOTING	145107	145107	100.00	145107	0	100.00	0
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		-	-	-	-	-	
	SUB TOTAL		145107	145107	100.00	145107	0	100.00
PUBLIC-INSTITUTIONS	E-VOTING	752486	584678	77.70	584678	0	100.00	0
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		-	-	-	-	-	
	SUB TOTAL		752486	584678	77.70	584678	0	100.00
PUBLIC-NON INSTITUTIONS	E-VOTING	4517608	140259	3.10	140259	0	100.00	0
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		19767	-	19766	1	99.99	0.01
	SUB TOTAL		4517608	160026	3.54	160025	1	100.00
GRAND TOTAL		17105816	12580426	73.54	12580425	1	100.00	0

2. Declaration of Final Dividend of INR 20 (Rupees Twenty only) per Equity Share of INR 10/- each for the Financial Year 2022-23.

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-VOTING	11690615	11690615	100.00	11690615	0	100	0
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		-	-	-	-	-	
	SUB TOTAL		11690615	11690615	100.00	11690615	0	100.00
NON- PROMOTER NON-PUBLIC	E-VOTING	145107	145107	100.00	145107	0	100.00	0
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		-	-	-	-	-	
	SUB TOTAL		145107	145107	100.00	145107	0	100.00
PUBLIC-INSTITUTIONS	E-VOTING	752486	597234	79.37	597234	0	100.00	0
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		-	-	-	-	-	
	SUB TOTAL		752486	597234	79.37	597234	0	100.00
PUBLIC-NON INSTITUTIONS	E-VOTING	4517608	140259	3.10	140259	0	100.00	0
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		19767	0	19766	1	99.99	0.01
	SUB TOTAL		4517608	160026	3.54	160025	1	100.00
GRAND TOTAL		17105816	12592982	73.62	12592981	1	100.00	0

3. Appointment of Ms. Yamini Tandon (DIN: 06937633), Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment as a Director.

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-VOTING	11690615	11690615	100.00	11690615	0	100.00	0
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		-	-	-	-	-	
	SUB TOTAL		11690615	11690615	100.00	11690615	0	100.00
NON- PROMOTER NON-PUBLIC	E-VOTING	145107	145107	100.00	145107	0	100.00	0
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		-	-	-	-	-	
	SUB TOTAL		145107	145107	100.00	145107	0	100.00
PUBLIC-INSTITUTIONS	E-VOTING	752486	597234	79.37	572155	25079	95.80	4.2
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		-	-	-	-	-	
	SUB TOTAL		752486	597234	79.37	572155	25079	95.80
PUBLIC-NON INSTITUTIONS	E-VOTING	4517608	140259	3.10	140258	1	100.00	0
	POLL		-	-	-	-	-	
	POSTAL_BALLOT		-	-	-	-	-	
	VENUE-VOTING		19767	0	19766	1	99.99	0.01
	SUB TOTAL		4517608	160026	3.54	160024	2	100.00
GRAND TOTAL		17105816	12592982	73.62	12567901	25081	99.80	0.2

Consolidated Scrutinizer's Report

31st July, 2023

The Chairman
MPS Limited,
RR Tower IV, Super A, 16/17,
Thiru-Vi-Ka Industrial Estate,
Guindy, Chennai - 600 032.

Ref: 53rd Annual General Meeting (AGM) of the Members of the MPS Limited held on 31st July, 2023 at 11:30 A.M. (IST) by way of Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of MPS LIMITED vide resolution dated 16th May, 2023, pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 5, 2022 and Circular No. 10/2022 dated December 28, 2022 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Friday, 28th July, 2023 (9.00 A.M.) (IST) to Sunday, 30th July 2023 (5.00 P.M.) (IST) and through electronic voting (e-voting) during the 53rd Annual General Meeting (AGM) of the members of the Company, held on Monday, 31st July, 2023 at 11:30 A.M.(IST) by way of Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").





We now submit our Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means by remote e-voting and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.
2. The Company has availed remote e-voting and electronic voting (e-voting) at the AGM provided by Central Depository Services (India) Limited (CDSL) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
3. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility provided by CDSL. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through electronic voting (e-voting) during the AGM.
4. We have scrutinized and reviewed the remote e-voting, electronic voting (e-voting) after conclusion of the AGM. We have unblocked the votes cast by the members through remote e-voting and electronic voting (e-voting) in the presence of two witnesses Mr. K Satheesh and Ms. F Shazia Shabnam, who are not in the employment of the Company. The votes tendered therein in respect of the remote e-voting and electronic voting (e-voting) at the AGM are based on the data downloaded from the official website of CDSL.
5. Based on the data downloaded from the Official website of CDSL for the remote e-voting and on the basis of the report furnished to us by them on the electronic voting (e-voting), we now submit our consolidated report (Remote e-voting, electronic voting (e-voting)) as under:





Item No. 1- Adoption of Audited Standalone and Consolidated Financial Statements together with Reports of the Board of Directors and Auditor's thereon for the financial year ended 31st March, 2023.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
84	12560659	7	19766	12580425	99.99999

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

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
0	0	1	1	1	0.00001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution is more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 2 – Declaration of Final Dividend for the Financial Year 2022-23.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
85	12573215	7	19766	12592981	99.99999

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

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
0	0	1	1	1	0.00001

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution is more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 3 – Appointment of Ms. Yamini Tandon (DIN: 06937633), Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment as a Director.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
78	12548135	7	19766	12567901	99.80083

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

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
7	25080	1	1	25081	0.19917

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution is more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.





6. The electronic data relating to remote e-voting and electronic voting (e-voting), all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,

Yours faithfully,
For R. Sridharan & Associates
Company Secretaries



CS R. Sridharan
CP No. 3239
FCS No. 4775
PR No. 657/2020
UDIN: F004775E000709897

