

M.P. AGRO



INDUSTRIES LTD.

Regd. Office :
MIG-44, Bharti Niketan,
Near Gautam Nagar,
BHOPAL - 462 023 (M.P.)
Ph. : (0755) 3253235
E-mail : mpagroind@yahoo

CIN: L24123MP1975SGC001354

MANUFACTURERS OF SAMRUDDHI BRAND NPK MIXTURE FERTILIZERS
36, Arunoday Society, Alkapuri, BARODA - 5. Tel.: 2363280, Fax : 2362192

Dt.: 16th September, 2017

To,
Corporate Filing,
Bombay Stock Exchange Limited,
P J Towers, Fort,
Mumbai

SUB: Scrutinizer Report of 41st Annual General Meeting.

We hereby inform you that the 41st Annual General Meeting of the Company was held on 16th September, 2017 and the business mentioned in the notice dated 12th August, 2017 were transacted.

In this regards please find herewith enclosed Combined Scrutinizers Report dated 16th September, 2017, pursuant to section 108 of Companies Act, 2013 and rule 20(4)(XII) of the companies (Management and Administration) Rules, 2014.

Take the same on your records.

Thanking you,

Yours faithfully,

For M. P. Agro Industries Limited

CS Ishita Shah
Compliance Officer

Compliance Office – C/o. Bharat Equity Services Limited,
Address – 9th Floor, Fortune Tower, Sayajigunj, Vadodara – 20
Email Id – mpagroindustries@gmail.com Website: www.mpagroindustries.in
Phone nos. – 0265-2363280, 0265-3015529



J. J. Gandhi & Co.

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

231, Phoenix Complex 1
Besides Suraj Plaza
Sayajigunj, Baroda 390 005
Phone (o) 2225022 Cell : 9374620085
Email : jjgandhics@gmail.com

Report of Scrutinizer

Consolidated Report on remote E-voting and Voting by Poll at AGM

(Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015)

To,
The Chairman
of 41st Annual General Meeting of Members of
M.P. Agro Industries Limited
Mig-44 Bharti Niketan,
Near Gautam Nagar,
Bhopal MP 462023

Dear Sir,

Re: Scrutinizers' Report on remote e-voting and voting by poll at the AGM of M. P. Agro Industries Limited held on 16th Sept., 2017

I, J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, having office at F 46, India Bulls Mega Mall, Besides Dinesh Mill, Jetalpur, Vadodara 390007 has been appointed as Scrutinizer by the Board of Directors pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 (herein after referred to as Rules) for scrutinizing the e-voting process and poll at the AGM on the resolutions contained in the Notice (herein after referred to as "Resolutions") of the **41st Annual General Meeting (AGM)** of the Members of the Company held on **16th Sept., 2017 at 3.00 PM.** at the Registered office of the Company at **Mig-44, Bharti Niketan, Near Gautam Nagar, Bhopal 462023 MP.**

1. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and on poll on the Resolutions contained in the Notice of AGM of the Members of the Company. My responsibilities as a scrutinizer for e-voting process and for poll are restricted to make a Scrutinizers' Report on the votes cast "In favour" or "Against" the resolutions and "Invalid" votes, based on the reports generated from e-voting system provided by the Central Depository Services (India) Ltd., the authorized agency engaged by the Company to provide e-voting facilities and on the poll conducted at the AGM.

I submit my report as under;





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- A. As per requirement of Rule 20(v), the Public Advertisement with respect to dispatch of AGM Notice and intimating date and time of commencement and closing of E-voting have been published in English language in the newspaper **Pioneer English News Paper** and in Hindi language in the news paper **Haribhoomi Rashtriya Hindi Dainik**.
- B. The e-voting period remained open from **13th Sept., 2017 (10.00 AM)** to **15th Sept., 2017 (5.00 PM)**.
- C. The Members of the Company holding shares in physical form or demat form as on "**Cut-off**" date i.e. **9th Sept., 2017** were entitled to vote on the resolutions mentioned in the Notice of AGM.
- D. At the AGM Poll was conducted to facilitate the members/ proxies present at the AGM and who did not vote in the E-voting process.
- E. Ballot papers were given to the Members and proxies present at the meeting. The empty ballot box was shown, locked and sealed in my presence and in the presence of members and proxies.
- F. Subsequently, the ballot box was opened in my presence and in the presence of Ms. CS Sonal Shimpi and Ms. CS Sakhishree who are not in the employment of the Company. They have signed at the end of report to confirm that polling box was opened in their presence.
- G. The members who were present have already vote through Evoting process. They did not vote at poll.
- H. No member present at the meeting vote through ballot, as they have already vote through Evoting.
- I. The E-votes cast were **unblocked on 16th Sept., 2017** in the presence of two witnesses Ms. CS Sonal Shimpi and Ms. CS Sakhishree who are not in employment of the Company. They have signed at the end of report to confirm that the e-votes have been unblocked in their presence.
- J. The details of Members who have voted "for" or "against" each of the resolutions that were put to vote were generated from the E-voting website of CDSL viz. www.evotingindia.co.in.





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Resolution No. 1 – Ordinary Resolution

Adoption of Audited financial statements of the Company for the financial year ended on 31st March, 2017, and the Reports of the Board of Directors and the Auditors thereon.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	18	43,25,483	100
Poll	0	0	0
Total	18	43,25,483	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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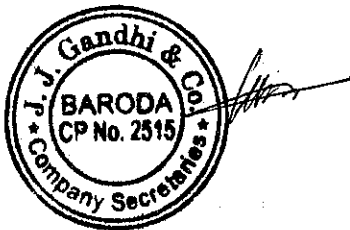
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Resolution No. 2 – Ordinary Resolution

Reappointment of Director Mr. Yunus Memon (DIN 01094396) who retire by Rotation

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	18	43,25,483	100
Poll	0	0	0
Total	18	43,25,483	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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Resolution No. 3 – Ordinary Resolution

Ratification of Appointment of M/s. Parikh Shah Chotila & Associates, Chartered Accountants as the Auditor of the Company.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	18	43,25,483	100
Poll	0	0	0
Total	18	43,25,483	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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Resolution No. 4 – Ordinary Resolution

Appointment of Ms. Alibholi Busra (DIN 07725302) as an Independent Director

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	18	43,25,483	100
Poll	0	0	0
Total	18	43,25,483	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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Resolution No. 5 – Ordinary Resolution

Appointment of Mrs. Rafiqunnisa Merchant (DIN 07758223) as Director

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	18	43,25,483	100
Poll	0	0	0
Total	18	43,25,483	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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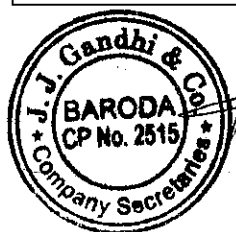
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Resolution No. 6 – Ordinary Resolution

Appointment of Mrs. Shamim Sheikh (DIN 02528327) as Director

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	18	43,25,483	100
Poll	0	0	0
Total	18	43,25,483	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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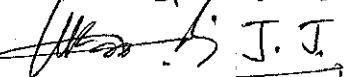
Resolution No. 7 – Special Resolution

Addition to Object Clause of Memorandum of Association of the Company

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	18	43,25,483	100
Poll	0	0	0
Total	18	43,25,483	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	

The relevant records relating to E-voting and Poll being handed over to the Company.

For J J Gandhi & Co.
Practising Company Secretaries

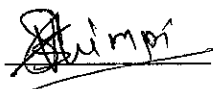

(J J Gandhi)
Proprietor (COP No – 2515)



Place : Vadodara
Date: 18th Sept., 2017

Witness

Ms. CS Sonal Shimpi



Ms. CS Sakhishree

