



MFL India Limited

CIN: L63040DL1981PLC012730

Contact No +91-11-32076767

E-Mail: helpdesk@mflindia.in

Website: www.mflindia.co.in

Authorized Capital: 370,000,000.00/-
Subscribed/Issued/Paid Up Capital: 360,292,000.00/-

MFL/BSE/2024-25

The Dy. General Manager,
Department of Corporate Services,
The BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400001

September 30, 2024

Ref.: Code no.526622

Sub.: Scrutinizer's Report of 41st Annual General Meeting

Dear Sir,

With reference to captioned subject, please find enclosed Scrutinizer's Report of 41st Annual General Meeting of the Company.

Kindly acknowledge the above and update the same in your record.

Thanking you.

Yours faithfully
For MFL INDIA LIMITED

Mr. Anil Thukral
Managing Director
DIN: 01168540

Regd. Office: 94/4,3rd Floor, KH.No.490/106,village-Patparganj,Delhi-110091

CIN No.: L63040DL1981PLC012730, PNONE: 011-32676756

Email: mfdelhi81@gmail.com

Consolidated Report of Scrutinizer(s)

Pursuant to section 108 of the Companies Act, 2013 and
Rule 20(3) of the Companies (Management and Administration) Rules 2014 as amended
by Companies (Management and Administration) Rules 2015

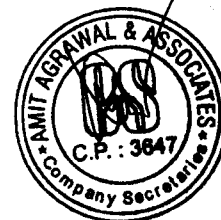
To,
The Board of Directors
MFL India Limited
94/4, UG-F, UG-9 Village Patparganj,
Delhi-110091, India

**Reg.: 41st Annual General Meeting of the members of MFL India Limited held on
Saturday, 28th day of September, 2024 at 12:30 p.m.**

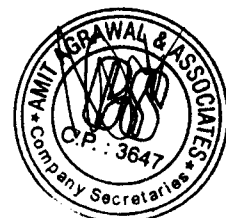
Sub.: Consolidated Scrutinizer's Report conducted pursuant to the provisions of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and Section 108 of Companies Act 2013 ("the Act") read with Rule 20 (4) (xii) of Companies (Management and Administration) Rules, 2014 read with Companies (Management and Administration) Rules, 2015 held on Saturday, 28th through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') at 12:30 p.m.

Dear Sir,

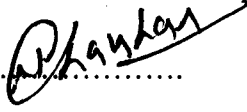
1. I, Amit Agarwal, Practicing Company Secretary (Membership No.5311 and C.P. No. 3647) partner of M/s Amit Agarwal & Associates, Delhi, was appointed as Scrutinizer by the Board of Directors in its meeting held on 14th August, 2024 for the purpose of scrutinizing the remote e-voting and voting through electronic system process during AGM as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment thereof), in a fair and transparent manner in respect of the resolutions set-out in the Notice of the 41st Annual General Meeting (AGM) held on Saturday, September 28, 2024, at 12:30 p.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

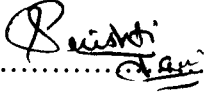


2. In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company availed services of NSDL through web link <https://www.evoting.nsdl.com> and provided remote e-voting facility and facility of electronic voting at the time of AGM to the Equity Shareholders of the Company who could not voted earlier through remote e-voting facility provided by the Company.
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) and e-voting arranged at the AGM
4. On the resolutions set-out in the Notice of the AGM. My responsibility as a scrutinizer for the remote e-voting process and for remote e-voting at the AGM is restricted to scrutinize the e-voting process in a fair and transparent manner and to make this Scrutinizer Report of the Votes Cast "in favour" or "against" the resolutions, as stated herein-after, based on the report generated/ provided by NSDL through web link <https://www.evoting.nsdl.com> NSDL the authorized agency engaged by the Company to provide/administer e-voting facilities.
5. In order to facilitate electronic voting by the Shareholders of the Company (as at the cut-off date of September 21, 2024), the remote e-voting period commenced from Wednesday, September 25, 2024 at 09:00 a.m. and concluded on Friday, September 27, 2024 at 05:00 p.m. and NSDL e-voting platform was blocked thereafter.
6. The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier through remote e-voting. The shareholders of the Company holding shares as on the "cut-off" date of Saturday, September 21, 2024 were entitled to vote on the resolutions as set-out in the Notice of the AGM. The NSDL e-voting platform was re-opened during the AGM and kept open for 30 minutes after the AGM.
7. Pursuant to Rule 20 of the Companies (Management & Administration) Rules, 2014, I unblocked the e-voting on NSDL website on September, 27 2024 in the presence of two witnesses Mr. Nagendra Chauhan and Ms. Srishti Jain, who are not in the employment of the Company. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.



8. I hereby submit my consolidated report on votes cast on all resolutions set out in the Notice of AGM as under:


.....
Nagendra Chauhan


.....
Srishti Jain

Resolution No.1: Ordinary Resolution

To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on March 31, 2024, along with the reports of the Board of Directors and Auditors.

- (i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
187	22,04,784	99.47

- (ii) Voted in against of the resolution:

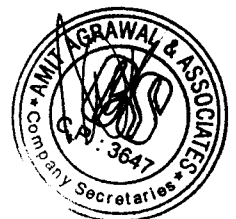
Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
19	11,785	0.53

- (iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

Resolution No. 2: Ordinary Resolution

To appoint a director in place of Mr. Anil Thukral (DIN: 01168540) who retires by rotation and being eligible, offers himself for re-appointment.



(i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
184	21,88,655	98.74

(ii) Voted in against of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
22	27,914	1.26

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

Resolution No.3: Ordinary Resolution

To consider the Appointment of Mr. Jafar Ahamed (DIN: 06447145) as a Director.

(i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
177	2182479	98.46

(ii) Voted in against of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
29	34090	1.54



(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

Resolution No. 4: Special Resolution

To consider the Appointment of Ms. Meenakshi Aggarwal (DIN: 06501558) as a Director and as an Independent Director.

(i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
185	2188665	98.74

(ii) Voted in against of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
21	27904	1.26

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

Resolution No.5: Special Resolution

To consider the Appointment of Mr. Atul Kumar (DIN: 07372955) as a Director and as an Independent Director.



(i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
185	2187110	98.67

(ii) Voted in against of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
21	29459	1.33

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

Resolution No.6: Special Resolution

Material Related Party Transaction(s) of the Company with Shri Krishan Aggregates Private Limited.

(i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast *
186	2205484	99.50

(ii) Voted in against of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
19	10485	0.50



(iii) Invalid/abstain votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

Resolution No.7: Special Resolution

Material Related Party Transaction(s) of the Company with Artha Logistics Private limited.

(i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast *
186	2205484	99.50

(ii) Voted in against of the resolution:

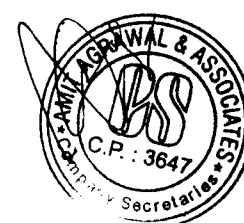
Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
19	10485	0.50

(iii) Invalid /abstain votes:

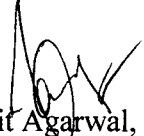
Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

Figures have been taken up to two decimal places.

In view of the above scrutiny, I hereby certify all the above resolutions have been passed with requisite majority on September 28, 2024.



The electronic data and all other relevant records relating to voting by electronic means are under my safe custody and will be handed over to Mr. Anil Thukral, CMD for safe custody, after the Chairman of 41st AGM considers, approves and signs the minutes of the AGM.


CS Amit Agarwal,
Practicing Company Secretary
Membership No.5311 and C.P.
M/s Amit Agarwal & Associates
UDIN: F005311F001362480



Date: 28.09.2024
Place: Delhi