



MPF Systems Limited

(Formerly known as Mather And Platt Fire Systems Limited)

CIN: L65999MH1993PLC287894

03/10/2017

To

The Secretary

The BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai- 400 001

SUBJECT : VOTING RESULTS -REGULATION 44

BSE CODE :532470

Dear Sir,

This is to inform you that the ANNUAL GENERAL MEETING of the company was held on 29th September 2017. The company had provided the voting facility and poll. Based on the a report received, the Resolutions No. 1 to 4 were passed with majority at the Annual General Meeting of the company by way of poll and e-voting.

Kindly acknowledge and take on record the same.

Thanking you,

FOR MPF SYSTEM LIMITED

K.M. Salvi
KIRTI SALVI
DIRECTOR
DIN-07141300





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

SCRUTINIZER'S REPORT ON E-VOTING

To
The Chairman,
Mpf Systems Limited,
Mumbai

Sub: Electronic Voting Process under Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, **Mr. Ramesh Chandra Mishra**, a Company Secretary in Practice, have been appointed by the Board of Directors of **MPF Systems Limited** ("the Company") as Scrutinizer for the purpose of scrutinizing the e-voting process, and ascertaining the requisite majority on the voting carried out as per the provisions of section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2015, on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the Annual General Meeting (AGM) of the members of the Company, held on Friday, 29th September, 2017 at 108 Prime Plaza J.V. Road, Elphinstone (W) Mumbai-400013.

The AGM Report containing the notice dated 11th August, 2017 convening the Annual General Meeting of the company along with the statement setting out the material facts in respect of resolutions proposed to be passed under section 108 of the Companies Act, 2013 was sent to shareholders on time.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Company Rules, 2014, as amended from time to time. My responsibility as Scrutinizer is restricted to make a scrutinizer's report of votes cast "in favour" or "against" the resolutions and "invalid" votes based on report generated from the electronic platform provided by Central Depository Services(India)Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

OFFICE :129-B ANSA INDUSTRIAL ESTATE, SAKI VIHAR ROAD, SAKI NAKA, ANDHERI (E)
E-MAIL:sumitamgmt@gmail.com;fcsrcm@gmail.com; TEL: 022-42153479/91 9029000295





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

Further to the above, I submit my report as under:

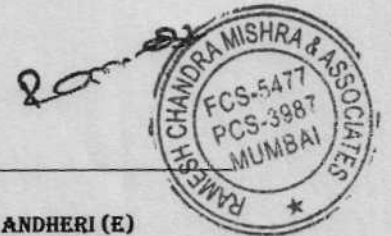
1. The e-voting period remained open from Tuesday, 26th September, 2017 (09.00 a.m.) to Thursday, 28th September, 2017 (5.00 p.m.).
2. The members of the Company as on cut-off date i.e. Friday, 22nd September, 2017 were entitled to vote on the resolutions in the notice of the Annual General Meeting.
3. The votes cast were unblocked on 29th September, 2017 in the presence of two witnesses, Mr. Loknath Mishra and Ms. Akashata Mhatre, who are not in the employment of the Company.
4. The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the website of Central Depository Services(India)Limited i.e. (<https://www.evotingindia.com/>)
5. Based on such e-voting records received, I hereby report as under:

Resolution No: 1

Nature of Resolution Ordinary Resolution

Subject Matter: Adopted Audited Financial Statement for the year ended 31st March, 2017, the reports of the Board of Directors and Auditors thereon.

Details of Voting	Assent (For)		Dissent (Against)	
	No. of votes	Ratio	No. of votes	Ratio
E- voting	1889297	(100%)	NIL	





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

Resolution No: 2

Nature of
Resolution Ordinary Resolution

Subject Matter: Re-appointment of Auditor and fix their remuneration.

Details of Voting	Assent (For)		Dissent (Against)	
	No. of votes	Ratio	No. of votes	Ratio
E- voting	1889297 (100%)		NIL	

Resolution No: 3

Nature of
Resolution Special Resolution

Subject Matter To give power to the Board of Directors to borrow in excess of paid up share capital and free reserves under 180(1)(c) and other applicable provisions

Details of Voting	Assent (For)		Dissent (Against)	
	No. of votes	Ratio	No. of votes	Ratio
E- voting	1889297 (100%)		NIL	



OFFICE : 129-B ANSA INDUSTRIAL ESTATE, SAKI VIHAR ROAD, SAKI NAKA, ANDHERI (E)
E-MAIL: sumitamgmt@gmail.com; fcsrcm@gmail.com; TEL: 022-42153479/91 9029000295



RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

Resolution No: 4


Nature of
Resolution Special Resolution

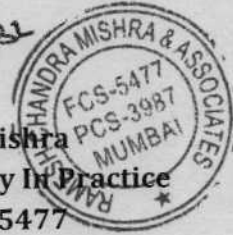
Subject Matter: Adoption of new set of Articles of Association

Details of Voting	Assent (For)		Dissent (Against)	
	No. of votes	Ratio	No. of votes	Ratio
E- voting	1889297 (100%)		NIL	

Place: Mumbai
Date: 3/10/2017

For Ramesh Chandra Mishra & Associates


Ramsh Chandra Mishra
Company Secretary In Practice
Membership No.- 5477
C.P. No. 3987





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Annual General Meeting of the
Equity Shareholders of **MPF SYSTEMS Limited**
Held on 29th September, 2017
At 108, Prime Plaza, J.V. Compound
B.M.Road, Elphinstone (w),
Mumbai-400013

Dear Sir,

I, **Mr. Ramesh Chandra Mishra** appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of **MPF SYSTEMS Limited**. held on Friday, 29th September, 2017 at 108 Prime Plaza J.V. Road, Elphinstone (W) Mumbai-400013, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.
4. The result of the Poll is as under:





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

A) **RESOLUTION NO. 1:** To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2017, the Reports of Board of Directors and Auditors thereon:

(i) Voted in Favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	1027	100%

(ii) Voted in against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members(in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

B) **RESOLUTION NO.2:** To appoint Auditors, fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary resolution:





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

(i) Voted in favour of the resolution:-

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	1027	100%

(ii) Voted in against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

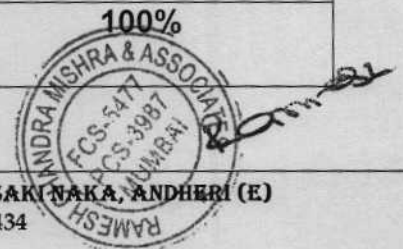
(iii) Invalid Votes:

Total Number of members(in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

C) **RESOLUTION NO.3:** To give power to the Board of Directors to borrow in excess of paid up share capital and free reserves under 180(1)(c) and other applicable provisions

(i) Voted in favour of the resolution:-

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	1027	100%





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

(ii) Voted in against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

D) RESOLUTION NO.4: Adopted New Sets Of Articles of Association:

(i) Voted in favour of the resolution:-

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	1027	100%

(ii) Voted in against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

(iii) Invalid Votes:

Total Number of members(in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Place: Mumbai
Date: 3/10/2017

For Ramesh Chandra Mishra & Associates



Ramesh Chandra Mishra
Company Secretary In Practice
Membership No.5477
C.P. No. 3987



RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

Consolidated Report of Scrutinizer on Remote E-Voting and Voting Through Polling Paper

[Pursuant to section 108 and 109 of Companies Act 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules 2014 and Rule 20 as substituted by the Companies (Management and administration) amendment rules, 2015)]

To,
The Chairman,
MPF SYSTEMS LIMITED
Dear Sir,

I, **Ramesh Chandra Mishra**, Company Secretary in Practice, have been appointed by the Board of Directors of **MPF SYSTEMS LIMITED** ("the Company") as Scrutinizer for the purpose of scrutinizing the e- voting process, and ascertaining the requisite majority on the voting carried out as per the provisions of section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2015, on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the Annual General Meeting (AGM) of the members of the Company, to be held on Friday, 29th September, 2017 at 108, Prime Plaza ,J.V. Compound, B.M. Road , Elphinstone (W) , Mumbai-400013.

1. The Company has also provided the facility of voting through polling paper to the member present at the Annual General meeting and who has not cast their vote through the remote e-voting.
2. The Company has engaged the Central Depository Service (India) Limited (CDSL) as the authorized agency to provide system for e-voting process..
3. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and Rules relating to voting through electronic means on the resolution containing the notice of the Annual General Meeting of the Company. My responsibility as a Scrutinizer is restricted to make the Scrutinizer Report of the votes cast in "favour" or "against" the resolution stated in the notice, based on the reports generated from the e-voting system provided by

OFFICE: 129-B ANSA INDUSTRIALS ESTATE, SAKI VIHAR ROAD, SAKI NAKA, ANDHERI (E)
E-MAIL:sumitamgmt@gmail.com TEL: 022-42153479/919223400434





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

Central Depository Service (India) Limited (CDSL) and the polling papers received from the members at the AGM.

Resolution No: 1

Nature of Resolution Ordinary Resolution

Subject Matter: To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2017, the Reports of Board of Directors and Auditors thereon;

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. of Shareholders	Number of shares	No. of Shareholders	Number of shares	
By Poll	37	1027	NIL	NIL	NIL
By E Voting	2	1889297	NIL	NIL	NIL
Total	39	1890324	NIL	NIL	NIL

Resolution No: 2

Nature of Resolution Ordinary Resolution

Subject Matter: To appoint Auditors, fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary resolution;



OFFICE: 129-B ANSA INDUSTRIALS ESTATE, SAKI VIHAR ROAD, SAKI NAKA, ANDHERI (E)
E-MAIL:sumitamgmt@gmail.com TEL: 022-42153479/919223400434



RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes	No. of Shares
	No. of Shareholders	Number of shares	No. of Shareholders	Number of shares		
By Poll	37	1027	NIL	NIL	NIL	37
By E Voting	2	1889297	NIL	NIL	NIL	2
Total	39	1890324	NIL	NIL	NIL	39

Resolution No: 3

Nature of Resolution Special Resolution

Subject Matter: To give power to the Board of Directors to borrow in excess of paid up share capital and free reserves under 180(1)(c) and other applicable provisions

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. of Shareholders	Number of shares	No. of Shareholders	Number of shares	
By Poll	37	1027	NIL	NIL	NIL
By E Voting	2	1889297	NIL	NIL	NIL
Total	39	1890324	NIL	NIL	NIL

OFFICE: 129-B ANSA INDUSTRIALS ESTATE, SAKI VIHAR ROAD, SAKI NAKA, ANDHERI (E)
E-MAIL:sumitamgmt@gmail.com TEL: 022-42153479/9192234004





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

Resolution No: 4

Nature of Resolution: Special Resolution

Subject Matter: Adopted new Sets of Article of Association.

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. of Shareholders	Number of shares	No. of Shareholders	Number of shares	
By Poll	37	1027	NIL	NIL	NIL
By E Voting	2	1889297	NIL	NIL	NIL
Total	39	1890324	NIL	NIL	NIL

The members of the Company duly approved from Item No. 1-3 through e-voting and voting through ballot at the venue of the meeting in the notice convening the Annual General Meeting.

Place: Mumbai
Date: 03/10/2017

For Ramesh Chandra Mishra & Associates



Ramesh Chandra Mishra
Company Secretary in Practice
Membership No. - 5477
C.P. No. 3987