



**RAMESH CHANDRA MISHRA & ASSOCIATES**  
Company Secretary in Practice & Corporate Legal Advisor

02-10-2021

To,

The Chairman

**MPF Systems Limited**

**CIN: L65999MH1993PLC287894**

Regd. Office: Plot No. 108, Prim Plaza, J. V. Compound,  
B. M. Road, Elphinstone (W), Mumbai - 400013.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Members during the 28<sup>th</sup> Annual General Meeting of your Company held on Thursday ,September 30, 2021 at 10:00 am through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizers Report, which is comprehensive and self explanatory in all respects.

**SCRUTINIZER'S REPORT**

Name of the Company	<b>MPF Systems Limited</b>
Meeting	28 <sup>th</sup> Annual General Meeting
Day, Date & Time	Thursday ,September 30, 2021 at 10:00 am
Deemed Venue	Plot No. 108, Prim Plaza, J. V. Compound, B. M. Road, Elphinstone (W), Mumbai - 400013.
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

**1. Appointment as Scrutinizer**

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 28<sup>th</sup> Annual General Meeting ("AGM") of **MPF Systems Limited** (hereinafter referred to as the Company) scheduled on **Thursday ,September 30, 2021 at 10:00 am** held through Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM").





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Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

**2. Dispatch of Notice convening the AGM**

- a. Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 respectively issued by the Ministry of Corporate Affairs, advertisement was published in Financial Express (English newspaper) and Mumbai Lakhadeep (Marathi Newspaper )(vernacular language newspaper),having electronic editions on September 01, 2021 respectively specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.
- b. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on September 8, 2021.
- c. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by PURVA SHAREGISTRY INDIA PVT LTD ,the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively.

**Cut-off date**

Voting rights were reckoned as on Thursday, September 23,2021, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

**Remote e-voting process**

- a. Agency - The Company appointed CDSL as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- b. Remote e-voting period







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Remote e-voting platform was open from Monday, September 27, 2021 at 9:00 a.m. IST and ends on Wednesday, September 29, 2021 at 5:00 p.m. and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

c. Voting at the AGM

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

**Counting Process**

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results.

**Results**

We observed that:

- a) 1 Member had cast their votes through e-voting during the AGM;
- b) 6 Members had cast their votes through remote e-voting.

Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated August 13, 2021 is enclosed herewith.

Based on the aforesaid results, we report that 04 Ordinary and 1 special Resolution as set out in Item Nos. 1 to 4 and 5 respectively of the Notice of the AGM dated August 13, 2021 have been passed with the requisite majority.





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**CONSOLIDATED RESULTS**

Item No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Directors and Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	6	426	1	95820	7	96246	100
Dissent	0	0	0	0	0	0	0
Total	6	426	1	95820	7	96246	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated August 13, 2021 has been passed with requisite majority.

Item No. 2: To appointment of auditors of the Company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:

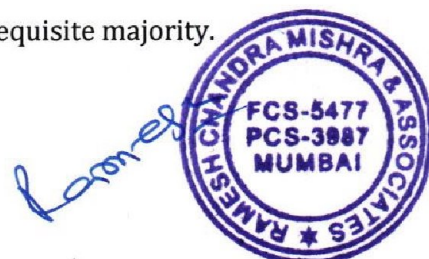
Particulars	Remote e-voting		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	6	426	1	95820	7	96246	100
Dissent	0	0	0	0	0	0	0
Total	6	426	1	95820	7	96246	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated August 13, 2021 has been passed with requisite majority.

Item No. 3: Regularisation the Appointment Of Mr. Lokanath Suryanarayan Mishra (Din: 03364948) As A Non-Executive Independent Director.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	6	426	1	95820	7	96246	100
Dissent	0	0	0	0	0	0	0
Total	6	426	1	95820	7	96246	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated August 13, 2021 has been passed with requisite majority.







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Item No. 4: Regularisation the Appointment Of Mr. Nitin Arvind Oza (DIN: 03198502) As A Non-Executive Independent Director.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	6	426	1	95820	7	96246	100
Dissent	0	0	0	0	0	0	0
Total	6	426	1	95820	7	96246	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated August 13, 2021 has been passed with requisite majority.

Item No. 5: Alteration/enlargement of main object clause of Memorandum of Association of the Company; To consider and, if thought fit, to pass with or without modification, the following Resolution as a Special Resolution:.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	6	426	1	95820	7	96246	100
Dissent	0	0	0	0	0	0	0
Total	6	426	1	95820	7	96246	100

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 5 of the Notice of the AGM dated August 13, 2021 has been passed with requisite majority.

For Ramesh Chandra Mishra & Associates



Ramesh Chandra Mishra  
Practicing Company Secretary  
Membership No: 5477 COP No. : 3987

UDIN: F005477C001072840  
Date: 02/10/2021