



MAFATAL INDUSTRIES LIMITED

Regd. Office : 301-302, Heritage Horizon, 3rd Floor, Off. C.G. Road,  
Navrangpura, Ahmedabad 380 009. Email : ahmedabad@mafatlals.com  
Tel. : 079 26444404-06 Fax : 079 26444403

Corp. Off.: Kaledonia Building, Off. No.3, 6th Floor, Opp. Vijay Nagar Society,  
Sahar Road, Off Western Express Highway, Andheri (East), Mumbai 400 069  
Tel. : 022 67713800 Fax : 91 22 67713924/25  
CIN : LI7110GJ1913PLC000035 Website: www.mafatlals.com

September 10, 2020

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai 400001, India  
**Stock Code: 500264**

Dear Sir/Ma'am,

**Sub.: Voting Results and Scrutinizer's Report pertaining to the 106<sup>th</sup> Annual General Meeting**

Further to our communication of even date forwarding therewith the summary of proceedings of the 106<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company held on Thursday, September 10, 2020 at 12.30. p.m. (IST) through Video Conferencing / Other Audio Visual Means, we now submit herewith the following:

- 1) Voting Results pursuant to Regulation 44(3) on SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Annexure – I)
- 2) Scrutinizer's Report (Combined on remote e-voting and e-voting at the AGM) dated September 10, 2020. (Annexure – II)

Accordingly, as per the said Scrutinizer's Report, all the five Resolutions as mentioned in the Notice of 106<sup>th</sup> AGM dated June 27, 2020 have been passed by the Members of the Company with the requisite majority as follows:

Sr. No.	Item Description	Type of Resolution	Approval given by Shareholders
<b>Ordinary Business</b>			
1	Adoption of Audited Financial Statements (Standalone & Consolidated, both) including Statement of Profit & Loss for the year ended 31 <sup>st</sup> March, 2020 and the Balance Sheet as at date, the Directors' Report and the Auditor's Report thereon.	Ordinary Resolution	Requisite majority
2	Appointment of Mr. Priyavrata H. Mafatlal (holding DIN 02433237) as a Director of the Company to retire by rotation.	Ordinary Resolution	Requisite majority



ARVIND MAFATAL GROUP  
The ethics of excellence



MAFATLAL INDUSTRIES LIMITED

Regd. Office : 301-302, Heritage Horizon, 3rd Floor, Off. C.G. Road,  
Navrangpura, Ahmedabad 380 009. Email : ahmedabad@mafatlals.com  
Tel. : 079 26444404-06 Fax : 079 26444403

Corp. Off.: Kaledonia Building, Off. No.3, 6th Floor, Opp. Vijay Nagar Society,  
Sahar Road, Off Western Express Highway, Andheri (East), Mumbai 400 069  
Tel. : 022 67713800 Fax : 91 22 67713924/25  
CIN : L17110GJ1913PLC000035 Website: www.mafatlals.com

-2-

Sr. No.	Item Description	Type of Resolution	Approval given by Shareholders
<b>Special Business</b>			
3	Approval of remuneration payable to Mr. Bhalchandra C. Desai, Cost Accountant, Ahmedabad as the Cost Auditor of the Company for the year 2020-21.	Ordinary Resolution	Requisite majority
4	Approval of Reclassification of Vishad P Mafatlal Public Charitable Trust NO.1 (holding 24,255 equity share of Rs.10/- each) from existing "Promoter" and "Promoter Group" category to "Public"/General shareholders category for all purposes in accordance with the provision of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Ordinary Resolution	Requisite majority
5	Appointment and Re-designation of Mr. Priyavrata H. Mafatlal as Managing Director and Chief Executive Officer of the Company w.e.f. 1st July, 2020 till 31st October, 2021.	Special Resolution	Requisite majority

The aforesaid documents shall also be made available on the Company's website <https://www.mafatlals.com> under the "Financial & Disclosure" section.

This is for your information and record.

Thanking You,

Yours faithfully,

**For Mafatlal Industries Limited**

**Ashish A. Karanji**  
**Company Secretary**

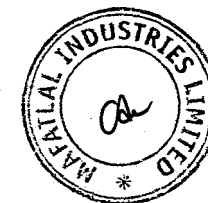
Encl.: a/a



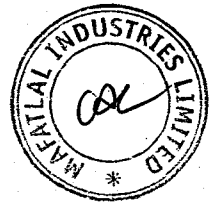
ARVIND MAFATLAL GROUP  
The ethics of excellence

	MAFATLAL INDUSTRIES LTD
Date of the AGM/EGM	10-09-2020
Total number of shareholders on record date	100466
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	17
Public:	42

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of audited financial statements standalone consolidated both for the financial year ended on 31st March, 2020 including statement of Profit Loss Account for the year ended 31st March, 2020 and the Balance Sheet as at that date, the Directors Report and the Auditors Report thereon									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,00,28,749	1,00,28,249	99.9950	1,00,28,249	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,00,28,249	99.9950	1,00,28,249	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,60,490	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	35,23,647	48,550	1.3778	48,539	11	99.9773	0.0226	0	0
	Poll		267	0.0076	267	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		48,817	1.3854	48,806	11	99.9773	0.0226	0	0
Total		1,00,28,749	1,00,28,249	99.9950	1,00,28,249	11	99.9999	0.0001	0	0



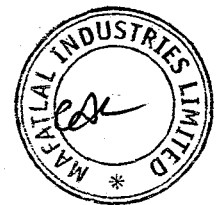
Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Reappointment of Mr. Priyavrata H Mafatlal DIN 02433237 who retires by rotation and being eligible, offers himself for re appointment as director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,00,28,749	1,00,28,249	99.9950	1,00,28,249	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,00,28,249	99.9950	1,00,28,249	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,60,490	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	35,23,647	48,550	1.3778	48,539	11	99.9773	0.0226	0	0
	Poll		267	0.0076	267	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		48,817	1.3854	48,806	11	99.9775	0.0225	0	0
Total		1,85,12,686	1,00,77,066	72.4297	1,00,77,055	11	99.9990	0.0010	0	0



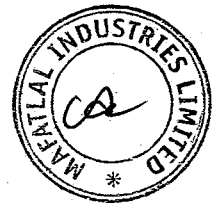
Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of remuneration payment to Cost Auditor Mr. B C Desai for the year 2020-21.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,00,28,749	1,00,28,249	99.9950	1,00,28,249	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,00,28,249	99.9950	1,00,28,249	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,60,490	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	35,23,647	48,550	1.3778	48,539	11	99.9773	0.0226	0	0
	Poll		267	0.0076	267	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		48,817	1.3854	48,806	11	99.9775	0.0225	0	0
Total		1,39,12,886	1,39,27,066	99.4297	1,00,27,059	11	99.9996	0.0004	0	0



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of Reclassification of Vishad P Mafatlal Public Charitable Trust No.1, a shareholder from Promoters to Non PromoterPublic shareholder for all purposes under Regulation 31A of SEBI LODR, 2015.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,00,28,749	1,00,03,994	99.7532	1,00,03,994	0	100.0000	0.0000	0	24,255
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,00,03,994	99.7532	1,00,03,994	0	100.0000	0.0000	0	24,255
Public- Institutions	E-Voting	3,60,490	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	35,23,647	48,550	1.3778	48,539	11	99.9773	0.0226	0	0
	Poll		267	0.0076	267	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		48,817	1.3854	48,806	11	99.9775	0.0225	0	0
Total		1,39,12,886	100.0000	1,00,52,994	11	99.9999	0.0001	0	24,255	



Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment and re-designation of Mr. Priyavrata H Mafatlal as Managing Director Chief Executive Officer of the Company w.e.f.1st July, 2020 till 31st October, 2021.									
Whether promoter/promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,00,28,749	1,00,28,249	99.9950	1,00,28,249	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,00,28,249	99.9950	1,00,28,249	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,60,490	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	35,23,647	48,550	1.3778	48,539	11	99.9773	0.0226	0	0
	Poll		267	0.0076	267	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		48,817	1.3854	48,806	11	99.9775	0.0225	0	0
			1,00,28,249	99.9950	1,00,28,249	11	99.9950	0.0050	0	0



**UMESH VED & ASSOCIATES**  
**Company Secretaries**

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.

Telefax : (O) +91 79 26464153, 48904153 • Mobile +91 98250 35998

E mail : info@umeshvedcs.com, umeshvedcs.office@airtelmail.in • Website : www.umeshvedcs.com

**FORM NO. MGT-13****CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

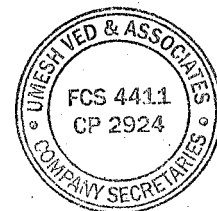
To,  
The Chairman,  
**Mafatlal Industries Limited**  
301-302, Heritage Horizon,  
3<sup>rd</sup> Floor, Off. C.G. Road,  
Navrangpura,  
Ahmedabad-380009.

**Re: 106<sup>th</sup> Annual General Meeting (AGM) of Mafatlal Industries Limited held on Thursday, the 10<sup>th</sup> September, 2020 at 12:30p.m. held through video conferencing/other audio visual means.**

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 106<sup>th</sup> AGM of the Members of "Mafatlal Industries Limited" (the Company) held on Thursday, the 10<sup>th</sup> September, 2020 at 12:30 p.m. held through video conferencing/other audio visual means.

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the votes casted "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system and insta polling provided by the KFin Technologies Private Limited (the Agency/ service provider).





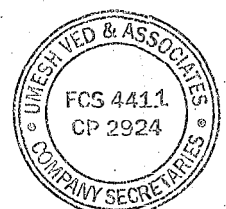
I submit my report as under:

- i. The notice dated 27<sup>th</sup> June, 2020 as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.
- ii. The Company has availed the e-voting facility offered by KFin Technologies Private Limited for conducting remote e-voting and voting at the AGM by the shareholders of the Company.
- iii. The shareholders of the Company holding shares as on the "cut-off" date 3<sup>rd</sup> September, 2020 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 5 in the Notice of the 106<sup>th</sup> AGM of Mafatlal Industries Limited.
- iv. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Monday, the 7<sup>th</sup> September, 2020 and ended on 5.00 P.M. on Wednesday, the 9<sup>th</sup> September, 2020. The Remote E-voting facility was blocked thereafter.
- v. The Company had also provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier
- vi. After the closure of e-voting at the AGM, the report on voting done at the AGM through insta poll done and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
- vii. The voting done through Remote E-voting and Insta Poll at the meeting were reconciled with the records maintained by the RTA and the authorizations lodged with the Company.
- viii. The result of the Remote e-voting as well as Insta Polling at the AGM is as under:

- (1). **ORDINARY RESOLUTION** for Adoption of Audited Financial Statements (Standalone & Consolidated both) including the statement of Profit and Loss for the year ended 31st March, 2020 and the Balance sheet as at date, the Director's Report and Auditors' Report thereon.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote Evoting	67	10076788	99.9999
Insta Poll (AGM)	10	267	100
Total	77	10077055	99.9999



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote Evoting	3	11	0.0001
Insta Poll (AGM)	0	0	0
Total	3	11	0.0001

(2) **ORDINARY RESOLUTION** for Re-appointment of Priyavrata H. Mafatlal(DIN: 02433237), a Director who retires by rotation.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote Evoting	67	10076788	99.9999
Insta Poll (AGM)	10	267	100
Total	77	10077055	99.9999

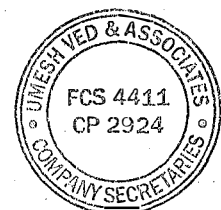
Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote Evoting	3	11	0.0001
Insta Poll (AGM)	0	0	0
Total	3	11	0.0001

(3) **ORDINARY RESOLUTION** for Approval of remuneration to Mr. B C Desai, Cost Auditor of the Company for the year 2020-21.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote Evoting	67	10076788	99.9999
Insta Poll (AGM)	10	267	100
Total	77	10077055	99.9999



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote Evoting	3	11	0.0001
Insta Poll (AGM)	0	0	0
Total	3	11	0.0001

- (4) **ORDINARY RESOLUTION** for Approval of Reclassification of Vishad P Mafatlal, Public Charitable Trust No.1, a shareholder from Promoter to Non Promoter Public shareholder for all purposes under Regulation 31A of SEBI LODR, 2015.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote Evoting	66	10052533	99.9999
Insta Poll (AGM)	10	267	100.00
Total	76	10052800	99.9999

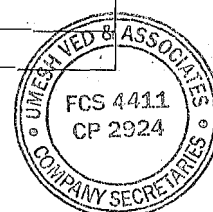
Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote Evoting	3	11	0.0001
Insta Poll (AGM)	0	0	0
Total	3	11	0.0001

- (5) **SPECIAL RESOLUTION** Appointment and re-designation of Mr. Priyavrata H Mafatlal as Managing Director and Chief Executive Officer of the Company w.e.f.1st July, 2020 till 31st October, 2021.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote Evoting	67	10076788	99.9999
Insta Poll (AGM)	10	267	100
Total	77	10077055	99.9999



**Continuation Sheet**

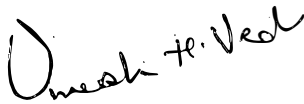
Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote Evoting	3	11	0.0001
Insta Poll (AGM)	0	0	0
Total	3	11	0.0001

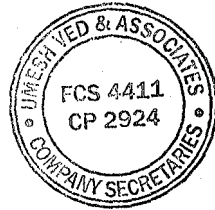
- ix. 1 shareholder holding 24255 shares who opted for e-voting found abstained from voting of resolution no. 4.
- x. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- xi. The Electronic data and all other relevant records relating to Remote e-voting and electronic voting conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,



**UmeshVed**  
**UmeshVed & Associates**  
**Company Secretaries**  
**FCS No: 4411**  
**CP No: 2924**  
**UDIN: F004411B000693550**



**Ashish A Karanji**  
**Company secretary**

Date: 10/09/2020

Place: Ahmedabad