



**REPORT OF SCRUTINIZER ON VOTING BY MEMBERS OF
THE MANGALAM DRUGS AND ORGANICS LIMITED BY
WAY OF ELECTRONIC MEANS ON
RESOLUTIONS SET OUT IN NOTICE OF POSTAL BALLOT DATED
MARCH 28, 2023**

To,
Mr. Govardhan Murlidhar Dhoot
Managing Director and Chairperson of
Mangalam Drugs and Organics Limited (Company)
CIN: L24230MH1972PLC116413
3rd Floor, Rupam Building 239, P. D' Mello Road
Mumbai - 400001, Maharashtra, India.

SUBJECT: Scrutinizer's Report on voting by way of electronic means on Resolutions as set out in Notice of Postal Ballot dated March, 28 2023.

Dear Sir,

- A. I, Mustafa Bohra, Proprietor of M/s. Mustafa Bohra & Associates, Practising Company Secretaries (Membership No. ACS 61727), having my office at Haware's Centurion Mall, Near Seawoods Railway Station, Nerul (East), Navi Mumbai – 400706, Maharashtra, India, was appointed by Board of Directors in its meeting held on March 28, 2023 as the Scrutinizer to conduct the Postal ballot through electronic voting process in respect of Resolutions proposed to members contained in the Notice of the Postal Ballot dated March 28, 2023.
- B. Pursuant to the Notice dated March 28, 2023, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 08, 2021, dated December 31, 2020, 10/2021 dated June 23, 2021 and 20/2021 May 05,



2022 and December 28, 2022 (the “MCA Circulars”) issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”) including any statutory modifications, amendments or re-enactment(s) thereof for the time being in force, the Resolutions appended below were proposed to be passed as an Special Resolutions by the Members of the Company through electronic means (“remote e-voting”) proposed through such Postal Ballot.

- C. The said Notice of Postal Ballot was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose e-mail addresses were available with the Company as on Friday, March 24, 2023 (“cut-off date”). The members of the Company holding shares as on the “cut-off” date of Friday, March 24, 2023 were entitled to vote on the resolution as contained in the Notice.
- D. The Company had availed the e-voting facility offered by NSDL for conducting remote e-voting by the members of the Company. The voting period for remote e-voting commenced on Friday, March 31, 2023 at 09:00 A.M. (IST) and ended on Sunday, April 30, 2023 at 05:00 P.M. (IST) and the NSDL e-voting module was disabled thereafter.
- E. The votes cast under remote e-voting facility were thereafter unblocked.
- F. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
- G. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot. My responsibility as scrutinizer for the voting through remote e-voting is restricted to making a Scrutinizer’s Report of the votes cast in favor or against the said resolutions

BRIEF OF POSTAL BALLOT:

Sr. No.	Particulars	Details
1.	Cut-off date to determine eligibility of members to whom Postal Ballot Notice was sent	March 24, 2023
2.	No of members to whom Notice of Postal Ballot was sent as on Cut-off Date	17,935
3.	Date of Approval of Postal Ballot Notice by Board of Directors	March 28, 2023



4.	No of Resolutions proposed to members	02
5.	E Voting Start Date and Time	Friday, March 31, 2023 at 09:00 A.M.
6.	E Voting End Date and Time	Sunday, April 30, 2023 at 05:00 P.M.

H. I am now pleased to present the report on the results of the voting on Resolutions appended below as contained in the said Notice of the Postal Ballot as all the resolutions were passed with requisite majority. However, the votes cast does not include invalid & abstained votes.



Special Business:

Item No. 1: TO APPROVE THE RE-APPOINTMENT OF MRS. NIDHI S. MUNDADA (DIN: 08134952) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS

Resolution Required: (Ordinary / Special)

Special Resolution

Whether Promoter / Promoter Group are interested in the Agenda / Resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% Of Votes polled on outstanding shares	No. of Votes - in favor	No. of Votes - against	% Of Votes in favor on votes polled	% Of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E Voting	79,64,046	76,59,511	96.18	76,59,511	0	100	0
Public - Institutional holders		16,306	0	0	0	0	0	0
Public - Non-Institution		78,47,896	76,793	0.98	75,613	1,180	98.46	1.54
Total		1,58,28,248	77,36,304	48.88	7735124	1,180	99.98	0.02



Special Business:

Item No. 2: TO APPROVE CONTINUATION OF SHRI GOVARDHAN MURLIDHAR DHOOT (DIN: 01240086) AS A MANAGING DIRECTOR OF THE COMPANY ON ATTAINING AGE OF SEVENTY YEARS.

Resolution Required: (Ordinary / Special)

Special Resolution

Whether Promoter / Promoter Group are interested in the Agenda / Resolution?

Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% Of Votes polled on outstanding shares	No. of Votes - in favor	No. of Votes - against	% Of Votes in favor on votes polled	% Of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E Voting	79,64,046	31,14,610	39.11	31,14,610	0	100	0
Public - Institutional holders		16,306	0	0	0	0	0	0
Public - Non-Institution		78,47,896	76,683	0.98	75,486	1,197	98.44	1.56
Total		1,58,28,248	31,91,293	20.16	31,90,096	1,197	99.96	0.04

For M/s. Mustafa Bohra & Associates
Practising Company Secretaries



Mr. Mustafa Bohra
Proprietor

Countersigned and received by
For Mangalam Drugs and Organics Limited

Chairperson / Authorized Signatory

Place : Mumbai

Date : 02.05.2023



MUSTAFA BOHRA
& ASSOCIATES
Practising Company Secretaries

M. No : A61727
C.P No : 24345
FR No : S2021MP794700
PRC No : 2280
UDIN : A061727E000230797
Date : 01.05.2023
Place : Navi Mumbai