



Mangalore Chemicals
& Fertilizers Limited

MCFL/AGM/2025

August 22, 2025

The Asst. Vice President,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
MUMBAI - 400 051

Department of Corporate Services - CRD
BSE Limited,
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street
MUMBAI - 400 001

Dear Sir/Madam,

Company's Scrip Code in BSE : 530011 MANGCHEM
Company's Symbol in NSE : MANGCHEFER
ISIN : INE558B01017

Sub: Regulation 44(3) of SEBI (LODR) Regulations, 2015 - Voting results and Consolidated Report of the scrutinizer

This is to inform you that the Shareholders at the 58th Annual General Meeting of the Company held on Thursday, 21st August, 2025 have approved all the resolutions as set out in the notice of the 58th Annual General Meeting.

Please find enclosed herewith the consolidated voting details of the 58th Annual General Meeting together with the report of the Scrutinizer dated 21st August, 2025.

Request you to kindly take the same on record.

Thanking you,

Yours Faithfully,
For Mangalore Chemicals & Fertilizers Limited

Vighneshwar G Bhat
Company Secretary

Voting results	
Record date	14-05-2025
Total number of shareholders on record date	61720
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	63
No. of resolution passed in the meeting	
	6
Disclosure of notes on voting results	Add Notes

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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	71851686	70288306	97.8242	70288306	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		71851686	70288306	97.8242	70288306	0	100.0000
Public-Institutions	E-Voting	12423901	9843192	79.2279	9843192	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		12423901	9843192	79.2279	9843192	0	100.0000
Public- Non Institutions	E-Voting	34239563	33351	0.0974	33085	266	99.2024	0.7976
	Poll							
	Postal Ballot (if applicable)							
	Total		34239563	33351	0.0974	33085	266	99.2024
Total		118515150	80164849	67.6410	80164583	266	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	250
Public - Non Insitutions	0

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend of Rs. 1.50 (15%) per equity share of Rs. 10 each for the financial year 2024-25				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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	71851686	70288306	97.8242	70288306	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		71851686	70288306	97.8242	70288306	0	100.0000
Public-Institutions	E-Voting	12423901	9843192	79.2279	9843192	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		12423901	9843192	79.2279	9843192	0	100.0000
Public- Non Institutions	E-Voting	34239563	33351	0.0974	33085	266	99.2024	0.7976
	Poll							
	Postal Ballot (if applicable)							
	Total		34239563	33351	0.0974	33085	266	99.2024
Total		118515150	80164849	67.6410	80164583	266	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	250
Public - Non Insitutions	0

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Akshay Poddar (DIN: 00008686), who retires by rotation, and being eligible offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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	71851686	68885875	95.8723	68885875	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		71851686	68885875	95.8723	68885875	0	100.0000
Public-Institutions	E-Voting	12423901	9843192	79.2279	9060189	783003	92.0452	7.9548
	Poll							
	Postal Ballot (if applicable)							
	Total		12423901	9843192	79.2279	9060189	783003	92.0452
Public- Non Institutions	E-Voting	34239563	33351	0.0974	32660	691	97.9281	2.0719
	Poll							
	Postal Ballot (if applicable)							
	Total		34239563	33351	0.0974	32660	691	97.9281
Total		118515150	78762418	66.4577	77978724	783694	99.0050	0.9950
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	250
Public - Non Insitutions	0

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Secretarial Auditor of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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	71851686	70288306	97.8242	70288306	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		71851686	70288306	97.8242	70288306	0	100.0000
Public-Institutions	E-Voting	12423901	9843192	79.2279	9843087	105	99.9989	0.0011
	Poll							
	Postal Ballot (if applicable)							
	Total		12423901	9843192	79.2279	9843087	105	99.9989
Public- Non Institutions	E-Voting	34239563	33351	0.0974	33052	299	99.1035	0.8965
	Poll							
	Postal Ballot (if applicable)							
	Total		34239563	33351	0.0974	33052	299	99.1035
Total		118515150	80164849	67.6410	80164445	404	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	250
Public - Non Insitutions	0

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of remuneration to Directors other than Managing/Whole-Time Directors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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	71851686	70288306	97.8242	70288306	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		71851686	70288306	97.8242	70288306	0	100.0000
Public-Institutions	E-Voting	12423901	9843192	79.2279	9843192	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		12423901	9843192	79.2279	9843192	0	100.0000
Public- Non Institutions	E-Voting	34239563	33351	0.0974	32958	393	98.8216	1.1784
	Poll							
	Postal Ballot (if applicable)							
	Total		34239563	33351	0.0974	32958	393	98.8216
Total		118515150	80164849	67.6410	80164456	393	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	250
Public - Non Insitutions	0

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of payment of remuneration to Cost Auditor				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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	71851686	70288306	97.8242	70288306	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		71851686	70288306	97.8242	70288306	0	100.0000
Public-Institutions	E-Voting	12423901	9843192	79.2279	9843192	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		12423901	9843192	79.2279	9843192	0	100.0000
Public- Non Institutions	E-Voting	34239563	33351	0.0974	31285	2066	93.8053	6.1947
	Poll							
	Postal Ballot (if applicable)							
	Total		34239563	33351	0.0974	31285	2066	93.8053
Total		118515150	80164849	67.6410	80162783	2066	99.9974	0.0026
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	250
Public - Non Insitutions	0

REPORT OF SCRUTINIZER

To

Date: 21/08/2025

The Chairman,
Fifty Eighth (58th) Annual General Meeting of the equity shareholders of
MANGALORE CHEMICALS & FERTILIZERS LIMITED

(CIN: L24123KA1966PLC002036)

Regd. Office: Level 11, UB Tower, UB City 24, Vittal Mallya Road, Bangalore - 560 001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management & Administration) Rules, 2014 and e-voting during 58th Annual General Meeting of MANGALORE CHEMICALS & FERTILIZERS LIMITED held on Thursday, August 21, 2025 at 2:30 p.m. (IST) through video conferencing ('VC')/Other Audio-Visual Means ('OAVM').

I, Sudhir Vishnupant Hulyalkar, Company Secretary in Practice, appointed as the Scrutinizer by the Board of Directors of MANGALORE CHEMICALS & FERTILIZERS LIMITED, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) to conduct the voting by electronic means (e-voting) both remote e-voting and e-voting during meeting in respect of the below mentioned resolutions placed before the shareholders at the 58th Annual General Meeting of MANGALORE CHEMICALS & FERTILIZERS LIMITED held on Thursday, August 21, 2025 at 2:30 p.m. (IST) (AGM) through VC / OAVM:

1. The Notice of the 58th Annual General Meeting of the Company dated May 7, 2025 were sent to the shareholders in respect of the below mentioned resolutions placed at the AGM, were in compliance with the provisions of the Companies Act 2013 and Rules made there under and also read with the relaxations as notified by the circulars issued by the Ministry of corporate Affairs from time to time and latest circular being General Circular No. 09/2024 dated September 19, 2024 and similar circular issued by Securities and Exchange Board of India, latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024 dated October 3, 2024 (hereinafter collectively referred to as 'Circulars') for holding the Annual General Meeting through VC/OAVM, without physical presence of Members at a common venue.

Sudhir Vishnupant Hulyalkar
Company Secretaries



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2. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for providing remote e-voting and e-voting during the AGM to the Shareholders.
3. The shareholders of the Company holding shares as on August 14, 2025 (cut-off date) were entitled to vote on the resolutions as contained in the Notice of the AGM.
4. The voting period for remote e-voting commenced on Monday, August 18, 2025 at 9:00 A.M. and ended on Wednesday, August 20, 2025 at 5:00 P.M. and the CDSL e-voting platform was blocked thereafter.
5. The Company had also provided e-voting facility to the shareholders present at the AGM through VC or OAVM and who did not cast their vote earlier through remote e-voting facility, in accordance with the above-mentioned circulars and provisions of the Act.
6. Immediately after conclusion of the facility of e-voting time provided by the Company, in terms of above Circulars, at the AGM, finalization of voting set-up and unblocking of e-voting was made in the presence of two witnesses who are not in the employment of the Company. The details or data of votes casted through e-voting during the AGM and votes casted through remote e-voting were downloaded from the CDSL e-voting system.
7. I have scrutinized and reviewed the remote e-voting and e-voting at the AGM and votes casted therein based on the data downloaded from the CDSL e-voting system and also with the records maintained by the Company's Registrars and Transfer Agents.
8. The votes casted by one corporate shareholder without submission of proper authorizations as per instructions mentioned in the Notice of AGM and as required to be submitted under the provisions of the Companies Act, 2013 are considered as invalid.

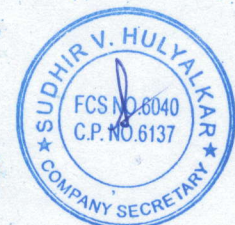
I now submit my consolidated Report on the result of the remote e-voting and e-voting during the meeting in respect of the Resolutions as below:

Resolution 1: Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
176	8,01,64,583	100%



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
5	266	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	250

Resolution 2: Ordinary Resolution:

To declare dividend on the equity shares for the financial year 2024-25.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
176	8,01,64,583	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
5	266	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	250



Resolution 3: Ordinary Resolution:

To re-appoint Mr. Akshay Poddar (DIN: 00008686), 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 votes cast by them	% of total number of valid votes cast
168	7,79,78,724	99%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
12	7,83,694	1%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	250

Resolution 4: Ordinary Resolution:

Appointment of Secretarial Auditor of the Company

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
174	8,01,64,445	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
7	404	0%



(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	250

Resolution 5: Ordinary Resolution:

Payment of remuneration to Directors other than Managing/Whole-Time Directors

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
173	8,01,64,456	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
8	393	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	250

Resolution 6: Ordinary Resolution:

Ratification of payment of remuneration to Cost Auditor

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
175	8,01,62,783	100



(ii) Voted against the resolution:

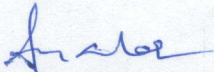
Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
6	2,066	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	250

9. The registers and e-voting downloads and records shall remain in my custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary/Director authorized by the Board for safekeeping.

Thanking You
Yours faithfully



Sudhir Vishnupant Hulyalkar

Company Secretary in Practice

FCS: 6040 CP No.: 6137

(Scrutinizer)

Peer Review Certificate No.6166/2024

UDIN: F006040G001053911

