

**Date: March 25, 2025****BSE Limited**Listing & Compliance Department  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai - 400001.**Scrip Code: 514418****The National Stock Exchange of India Limited**Listing & Compliance Department Exchange  
Plaza, C-1 Block G, Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400051**Symbol: MANORG****Sub: Proceedings of Postal Ballot**

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations, please find enclosed herewith the summary of the proceedings of business transacted through Postal Ballot vide Notice dated February 18, 2025. The remote e-voting period for Postal Ballot was concluded on Saturday, March 22, 2025 at 5:00 p.m. (IST).

<b>Sr. No.</b>	<b>Type of Resolution</b>	<b>Subject matter of Resolution</b>
1	Special Resolution	Approval for the Appointment and Remuneration of Mr. Mahesh Lahurao Navathar (DIN: 10936585) as the Executive Director - Works of the Company.

You are requested to take on record the above information.

**Yours Faithfully,**  
**Mangalam Organics Limited****Charmi Shah**  
**Company Secretary & Compliance Officer****Encl: As above**

**SUMMARY OF THE PROCEEDINGS OF POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS IN RESPECT OF RESOLUTION AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED FEBRUARY 18, 2025 PURSUANT TO SECTION 108 AND 110 OF THE COMPANIES ACT, 2013, OF MANGALAM ORGANICS LIMITED ("THE COMPANY"), RESULTS OF WHICH DECLARED ON TUESDAY, MARCH 25, 2025 AND DEEMED TO BE PASSED ON SAID DATE BEING THE LAST DATE OF REMOTE E-VOTING**

Pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), , Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-Voting vide 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 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively the 'MCA Circulars'), and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force), read with Circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/ CIRP/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and latest being SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("SEBI Circulars"), and other applicable laws, rules and regulations [including any statutory modification(s) or re-enactment(s) thereof for the time being in force].the Company had sent a Notice of Postal Ballot dated November 04, 2024 to the shareholders on Tuesday, November 05, 2024, to obtain the consent of the Members on the following Special Business appended below:

Sr. No.	Type of Resolution	Subject matter of Resolution
1	Special Resolution	Approval for the Appointment and Remuneration of Mr. Mahesh Lahurao Navathar (DIN: 10936585) as the Executive Director - Works of the Company.

In accordance with applicable MCA and SEBI Circulars, the Postal Ballot Notice along with explanatory statement and remote e-Voting instructions were duly sent through email on February 18, 2025 ('date of completion of dispatch'), to those members whose e-mail addresses were registered with the MUFG Intime India Private Limited, Company's Registrar and Transfer Agent ('RTA')/ Depositories as on Friday, February 14, 2025 ('cut-off date') and was also placed on the website of the Company seeking approval as set out in the postal ballot notice.

Further, a public advertisement informing the date of completion of dispatch of Postal Ballot Notice was published on February 19, 2025, in Free Press Journal (English) and Navshakti (Marathi) Newspaper.

The Company had engaged the services of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) for the purpose of providing e-voting facility (through remote e-voting) and technical services relating to the Postal Ballot to all its members.

The remote e-voting commenced on Friday, February 21, 2025 at 9.00 a.m and ended on Saturday, March 22, 2025 at 5.00 p.m. The remote e-Voting facility was disabled by MUFG Intime India Private Limited immediately thereafter and the voting was not permitted beyond the said period.

The Board had appointed M/s. Yogesh Sharma & Co. Practicing Company Secretary. (COP No. 12366) as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.

The Scrutinizer, after scrutiny of e-voting received within the scheduled time submitted his report to the Company Secretary (Authorised by Chairman and Board for this purpose), on March 24, 2025.

Based on the report of the Scrutinizer, Ms. Charmi Shah, Company Secretary and Compliance Officer of the Company, (duly authorised by the chairman of the Company in this regard), declared the results of the Postal Ballot through remote e-voting on Tuesday, March 24, 2025 and the same was displayed on the notice board at the Registered Office of the Company and was also placed on the website of the Company.

Based on the analysis of the valid votes, the Scrutinizer has reported that the resolution as set out in the Notice of Postal Ballot dated February 18, 2025, was duly passed with requisite majority and the same shall be deemed to have been passed on the last date specified for e-Voting i.e., Saturday, March 22, 2025.

The text of resolution as set out in the postal ballot notice dated February 18, 2025, that was passed by the shareholders is as follows:

## **RESOLUTION NO. 1 - SPECIAL RESOLUTION**

### **1. Approval for the Appointment and Remuneration of Mr. Mahesh Lahurao Navathar (DIN: 10936585) as the Executive Director - Works of the Company.**

**To consider and, if thought fit to pass the following resolution as Special Resolution**

**“RESOLVED THAT** in accordance with the provisions of Sections 152, 196, 197 and 203 and other applicable provisions, if any, of the Companies Act, 2013, (the “Act”) read with Schedule V of the Act [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules, if any made under the Act, as amended (“Rules”), in terms of applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”) and as per the provisions of Articles of Association of the Company, as altered (“AOA”), and based on the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, the approval of the members be and is hereby accorded to appoint Mr. Mahesh Navathar (DIN: 10936585) as the Executive Director - Works of the Company for a period of 3 (Three) years, with effect from February 07, 2025 to February 06, 2028, who has provided his consent to act as the Executive Director - Works and shall not be liable to retire by rotation, on the terms and conditions including remuneration as set out in the Explanatory statement annexed to this Postal Ballot Notice, with liberty to the Board of Directors (hereinafter referred to as the “**Board**” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to vary the terms and conditions of the said appointment and/ or remuneration which include but not limited to salary, perquisites, benefits, incentives and allowances and such remuneration shall not exceed Rs. 60,00,000/- (Rupees Sixty Lakhs only) per annum;

**RESOLVED FURTHER THAT** the approval of the Members to the appointment of Mr. Mahesh Navathar in terms of this resolution shall be deemed to be their approval in terms of Regulation 17(1C) of the Listing Regulations for serving him as the Executive Director of works;

**RESOLVED FURTHER THAT** approval of members of the Company be and is hereby accorded for in the event of absence or inadequacy of profits in any financial year, Mr. Mahesh Navathar (DIN: 10936585) will be paid the Remuneration as specified above and the remuneration shall remain unaffected in spite of the fact that the remuneration

payable to them may exceed the limits prescribed in Section 197 of the Act, 2013 in any Financial Year, and irrespective of amount of profits of the Company computed under Section 198 of the Act, subject to the provisions of Schedule V of the Companies Act, 2013;

**RESOLVED FURTHER THAT** this resolution shall remain in full force and effect until amended or rescinded by the Board of Directors or until Mr. Mahesh Navathar ceases to be in employment of the Company, whichever is earlier;

**RESOLVED FURTHER THAT** Mr. Mahesh Navathar, Executive Director be entrusted with such powers and perform such duties as may from time to time be delegated / entrusted to him subject to the supervision and control of the Board;

**RESOLVED FURTHER THAT** the Board or the Company Secretary be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient, to give effect to and implement the aforesaid resolution."