MMP INDUSTRIES LIMITED

(Formerly Maharashtra Metal Powders Ltd)

Correspondence Address : B-24, MIDC Area, Hingna Road, Nagpur - 440 016.
Ph.: (07104) 668000, FAX : 07104 668032, Email : sales@mmpil.com, Web : www.mmpil.com, CIN : L32300MH1973PLC030813

THROUGH ONLINE FILING

Ref. No.: MMPIL / NSE / 2019 / 051
Tuesday, the 19 day of November 2019

The Manager, Listing Department,
National Stock Exchange of India Limited
SME PLATFORM – NSE EMERGE
"Exchange Plaza", C - 1, Block G,
Bandra - Kurla Complex, Bandra (East),
MUMBAI – 400 051

Sub: Intimation pursuant to Regulation 30 read with Regulation 47 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) about Compliance/s for the Postal Ballot vide Notice of Wednesday, the 13 November 2019, Confirmation for its Dispatch and Newspaper Clipping/s for Publication of Notice in Local Newspaper/s in English and Marathi [Vernacular] Language

Ref: NSE SME Script Code - MMP

Dear Sir / Madam,

In continuation of our Letter Ref No. MMPIL/NSE/2019/050 Dated 13 November 2019, and with reference to the captioned subject, we wish to inform you that the Company has duly completed the dispatch of physical copy of the Postal Ballot Notice along with Explanatory Statement, Postal Ballot Form and Notes thereof, to all the Six Hundred Twenty (620) Shareholders (Members) of the Company appearing in the Register of Members as on the Cut-off (Record) Date i.e., Wednesday, the 13 November 2019 through Speed Post (Indian) or Registered Post (NRI) services of India Post. **Additionally**, the Company has also sent, the Postal Ballot Notice along with Explanatory Statement, Postal Ballot Form and Notes thereof, through e-mail/s to all those Shareholders (Members) who have provided their e-mail id for receipt of such documents through e-mail. The details of which are follows:-

Number of Shareholders	Mode of Dispatch	Period of Dispatch
Six Hundred Twenty (620)	Speed Post (Indian) or Registered Post (NRI)	15 November 2019 to 18 November 2019
Five Hundred Twenty Three (523)	e-Mail	16 November 2019 to 18 November 2019

MMP INDUSTRIES LIMITED NAGPUR

Regd. & H.O. : 211 SHRIMOHINI, 345 KINGSWAY, NAGPUR - 440 001 INDIA. TEL. : (0712) 2524645, 2533585, FAX : (0712) 2530461;
WORKS : VILLAGE : MAREGAON, POST : SHAHPUR, DIST. BHANDARA - 441 906. TEL : (07184) 282620,282471,282486 Fax : (07184) 282126

JAS-ANZ KVQA ISO 9001 REGISTERED Regn No.:M5400913IN
JAS-ANZ KVQA ISO 14001 REGISTERED Regn No.:M5400913IN
JAS-ANZ KVQA OHSAS 18001 REGISTERED Regn No.:M5400913IN

Further, the important event/s with their respective happening date/s in connection with the Postal Ballot are summarized below:-

Particulars	Date/s
Cut-off (Record) Date for Postal Ballot Notice and Voting Rights thereof	Wednesday, the 13 November 2019
Completion of Dispatch of Postal Ballot Documents through Post and/or e-mail	Monday, the 18 November 2019
Publication of Notice in Local Newspaper/s – English and Marathi [Vernacular] Language	Tuesday, the 19 November 2019
Physical Postal Ballot Voting	From Wednesday, the 20 November 2019 at 09:00 AM [09:00 Hours] To Thursday, the 19 December 2019 at 05:00 PM [17:00 Hours]
Last Date & Time for receipt of Physical Postal Ballot Form	Thursday, the 19 December 2019 latest by 05:00 PM [17:00 Hours]
Remote e-Voting	From Wednesday, the 20 November 2019 at 09:00 AM [09:00 Hours] To Thursday, the 19 December 2019 at 05:00 PM [17:00 Hours]
Date of declaration of result of Postal Ballot	Friday, the 20 December 2019

We wish to add that the Postal Ballot Notice along with Explanatory Statement, Postal Ballot Form and Notes thereof, were also uploaded or posted on the Company's Website www.mmpil.com and also, on the Website of Central Depository Services (India) Limited www.evotingindia.com and the same will be remain posted till the declaration of Postal Ballot Results.

We are enclosing herewith a copy of Postal Ballot Notice along with Explanatory Statement, Postal Ballot Form and Notes thereof together with the Newspaper Clipping/s, for Publication of Notice, published in 'Times of India', Nagpur Edition [English Language] and 'Maharashtra Times', Nagpur Edition [Marathi (Vernacular) Language], on Tuesday, the 19 November 2019, containing requisite information about the Postal Ballot for your kind reference and records.

You are therefore, kindly requested to place the aforesaid information on records and do the needful. Meantime, kindly acknowledge the receipt.

Sincerely,
For **MMP Industries Limited**

MMP INDUSTRIES LIMITED NAGPUR

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No. ACS - 48012
40, A-1, Kalyan Apartment, (W) Samarth Nagar,
Wardha Road, Nagpur – 440015, MH, IN.

Encl.: As Above.

MMP INDUSTRIES LIMITED

Corporate Identification Number (CIN) – L 32300 MH 1973 PLC 030813
REGISTERED OFFICE : 211, SHRI MOHINI, 345, KINGSWAY, NAGPUR – 440001, MH, IN
Tel No.: +91 712 2 533 585 / 2 524 645, Fax No.: +91 712 2 530 461
e-Mail: companysecretary@mmpil.com, Website: www.mmpil.com

POSTAL BALLOT NOTICE

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Member,

NOTICE is hereby given, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 **("the Act")**, read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification/s or re-enactment/s thereof for the time being in force), **("the Rules")**, Secretarial Standard on General Meetings **[SS-2]** issued by the Institute of Company Secretaries of India **("ICSI")** and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")** and other applicable provisions of law, rules and regulations, that the resolution/s appended below namely, **(1)** Increase in the Authorised Share Capital and consequent amendments to Clause V of the Memorandum of Association of the Company, **(2)** Capitalisation of Reserves and Issue of Bonus Equity Shares of the Company, and **(3)** Migration of Specified Securities **[Equity Shares]** of the Company from SME Exchange **[NSE EMERGE]** to the Main Board of National Stock Exchange of India Limited **[NSE]**, are proposed to be passed by the Members as the Special Resolution/s through Postal Ballot including Voting by electronic means **("remote e-voting")** by giving their assent or dissent.

The Explanatory Statement pursuant to Section 102(1) and 110 of the Act setting out the material facts and reasons for the proposed Special Resolution/s are appended herewith and is being sent to you along with a Postal Ballot Form for your consideration.

The Board of Directors of the Company, at its meeting held on Wednesday, the 13 November 2019, has approved and appointed, CS Mukesh Dulichandji Parakh, Proprietor of Messers Mukesh Parakh & Associates, Company Secretaries, Nagpur, [ICSI Membership No. FCS - 4343 & Certificate of Practice No. 13693], to act as the Scrutinizer [**"Scrutinizer"**] for conducting the Postal Ballot and remote e-voting in a fair and transparent manner.

The Members have the option to vote either by means of physical Postal Ballot or through remote e-voting.

The Members desiring to exercise their vote by means of physical Postal Ballot are requested to carefully read the related notes to the Postal Ballot Notice and Postal Ballot Form together with instructions given thereunder and return the Postal Ballot Form duly completed in all respects in the enclosed self-addressed postage pre-paid Business Reply Envelope so as to reach the Scrutinizer not later than the close of working hours, i.e. **05:00 PM [17:00 Hours] on Thursday, the 19 December 2019.** The Physical Postal Ballot Forms received after **05:00 PM [17:00 Hours] on Thursday, the 19 December 2019** will be treated as 'invalid'.

The Company, in compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, is pleased to provide its Members with the additional option or facility to exercise their right to vote on all the proposed Special Resolution/s set forth in the Postal Ballot Notice through remote e-voting. The Members may cast their vote using remote e-voting. The Company has engaged the services of Central Depository Services (India) Limited **("CDSL")** to provide remote e-voting facility. The remote e-voting period commences on **Wednesday, the 20 November 2019 at 09:00 AM [09:00 Hours]** and ends on **Thursday, the 19 December 2019 at 05:00 PM [17:00 Hours].** The remote e-voting shall be disabled thereafter. The Members desiring to opt for the remote e-voting option or facility are requested to read carefully the related notes to the Postal Ballot Notice and Postal Ballot Form together with remote e-voting instructions given thereunder.

Kindly note that the Members can opt for only one mode of voting i.e. either physical Postal Ballot or remote e-voting. However, in case, a Member cast their vote by physical Postal Ballot as well as remote e-voting, then voting done through valid remote e-voting shall prevail and the voting done by physical Postal Ballot will be treated as invalid.

Upon completion of the scrutiny of the physical Postal Ballot Forms and Votes cast through remote e-voting in a fair and transparent manner, the Scrutinizer will submit his report to the Chairman cum Managing Director of the Company or any Person authorized by him. The results of the Postal Ballot will be declared at the Registered Office of the Company on **Friday, the 20 December 2019.** The date of declaration of Postal Ballot results will be taken as the date of the passing of the Special Resolution/s contained in this Notice, if approved by the requisite majority.

The result of the Postal Ballot along with Scrutinizer's Consolidated Report will be posted or uploaded on the Company's Website www.mmpil.com and on the Website of CDSL namely www.evotingindia.com and also, will be communicated to the SME Platform of National Stock Exchange of India Limited namely NSE EMERGE, where the Equity Shares of the Company are listed. The results will also be displayed on the Notice Board at the Registered Office of the Company.

By Order of the Board of Directors

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No ACS – 48012

Place: Nagpur
Date: 13 November 2019

SPECIAL BUSINESS

SPECIAL RESOLUTION/S FOR POSTAL BALLOT
[Pursuant to Section 110 of the Companies Act, 2013]

1. **To consider and, if thought fit, to pass the following resolution as a Special Resolution:-**

   Increase in the Authorised Share Capital and consequent amendments to Clause V of the Memorandum of Association of the Company

   "RESOLVED THAT pursuant to the provisions of Section 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) read with the rules framed there under [including any statutory modification/s or re-enactment/s thereof for the time being in force], the consent and approval of the Members of the Company be and is hereby granted for an increase in the Authorised Share Capital of the Company from ₹ 20,00,00,000/- (₹ Twenty Crore) divided into 2,00,00,000 (Two Crore) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 26,00,00,000/- (₹ Twenty Six Crore) divided into 2,60,00,000 (Two Crore Sixty Lakh) Equity Shares of ₹ 10 (₹ Ten) each, ranking pari-passu in all respects with that class of existing Equity Shares of the Company.

   FURTHER RESOLVED THAT Clause V of the Memorandum of Association of the Company be substituted with the followings:-

   V. The Authorised Share Capital of the Company is ₹ 26,00,00,000/- (₹ Twenty Six Crore) divided into 2,60,00,000 (Two Crore Sixty Lakh) Equity Shares of ₹ 10 (₹ Ten) each, with rights, privileges and conditions attached thereof as per the relevant provisions contained in this behalf in the Articles of Association of the Company and with power to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes, being those specified in the Companies Act, 2013.

   FURTHER RESOLVED THAT the Board of Directors and/or any Committee thereof, of the Company, be and is hereby authorised to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution."

2. **To consider and, if thought fit, to pass the following resolution as a Special Resolution:-**

   Capitalisation of Reserves and Issue of Bonus Equity Shares of the Company

   "RESOLVED THAT pursuant to the provisions of Section 63 and all other applicable statutory provisions, if any, of the Companies Act, 2013 (**"the Act"**) read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (as amended) [including any statutory modification/s or re-enactment/s thereof for the time being in force] (**"the Rules"**), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **("ICDR Regulations")**, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")**, the Foreign Exchange

Management Act, 1999 **("FEMA")**, other regulations, circulars, notifications, clarifications, guidelines issued from time to time by the Securities and Exchange Board of India **("SEBI")**, Reserve Bank of India **("RBI")**, SME Platform of National Stock Exchange of India Limited **("NSE EMERGE")** where the Securities **[Equity Shares]** of the Company are listed and/or Main Board of National Stock Exchange of India Limited **("NSE")** where the Securities **[Equity Shares]** of the Company are proposed to be listed through migration [NSE EMERGE and NSE, each hereinafter referred to as the **"Stock Exchange"]** or any other regulatory authority or body and in accordance with enabling provisions contained in Article 213 of the Articles of Association of the Company together with provisions of any other applicable laws, rules, regulations, circulars, notifications, clarifications, guidelines issued by the various authorities and subject to such consent, approval, permission and sanction, as may be necessary from appropriate authorities, the consent and approval of the Members of the Company be and is hereby granted to authorise the Board of Directors of the Company (hereinafter referred to as **"the Board"**) for capitalization of a sum not exceeding ₹ 8,46,75,380/- (₹ Eight Crore Forty Six Lakh Seventy Five Thousand Three Hundred Eighty) from the Surplus of Profit & Loss and/or General Reserves or any other permitted Reserves & Surplus as per the latest Audited Financial Statements of the Company, for the purpose of issue and allotment of Bonus Equity Shares of ₹ 10 (₹ Ten) each, distributed and credited as fully paid-up Bonus Equity Shares to the holders of the Equity Shares of the Company, whose names appear in the Register of Members and/or List of Beneficial Owners provided by the National Securities Depository Limited **(NSDL)** and Central Depository Services (India) Limited **(CDSL),** as on the **'Record Date'** to be determined by the Board of Directors [which expression shall also include a Sub-Committee thereof or any Person authorised by the Board], of the Company, in the proportion of One (1) Bonus Equity Share of ₹ 10/- (₹ Ten) each, for every Two (2) fully paid-up Equity Shares of ₹ 10/- (₹ Ten) each, held by the Member/s and that the Bonus Equity Shares so distributed shall, for all purposes, be treated as an increase in the Paid-up Share Capital of the Company held by each such Member, and not as an Income by whatever name.

FURTHER RESOLVED THAT the new Equity Shares of ₹ 10/- (₹ Ten) each, to be issued and allotted as Bonus Equity Shares shall be subject to the provisions of the Memorandum & Articles of Association of the Company and shall rank pari-passu in all respects and carry the same rights as the existing fully paid Equity Shares of the Company and shall be entitled to participate in full in any dividend/s and any other corporate actions to be declared after the Bonus Equity Shares are allotted.

FURTHER RESOLVED THAT no letter of allotment shall be issued to the allottee/s of the new Bonus Equity Shares and the Share Certificate/s in respect of the new Bonus Equity Shares will be issued in the same mode as held on the Record Date and dispatched to the Member/s who hold the existing Equity Shares in physical form and the new Equity Shares will be credited in electronic form to the demat accounts of the Member/s who hold the existing Equity Shares in electronic form, within the period prescribed by law and accordingly, the Company do effect issue, allotment and delivery of the aforesaid 84,67,538 Bonus Equity Shares of ₹ 10/- (₹ Ten) each, in the capital of the Company, to the respective Member/s and/or beneficiary (demat) account of the Member/s of the Company.

FURTHER RESOLVED THAT the allotment of the new Bonus Equity Shares to the extent that they relate to Non-Resident Indians (NRI), Foreign Portfolio Investors (FPI), Persons of Indian Origin (PIO), Overseas Corporate Bodies (OCB) and other Foreign Investors of the Company shall be subject to the approval of the RBI under FEMA, or any other regulatory authority, as may be necessary.

FURTHER RESOLVED THAT the name of the allottee/s, as aforesaid, be entered into the Register of Members of the Company.

FURTHER RESOLVED THAT in case of fractional shares, if any, arising out of the issue and allotment of the Bonus Equity Shares, the Board be and is hereby authorised to make suitable arrangements to deal with such fraction/s for the benefit of the eligible Member/s, including but not limited to, allotting the total number of new Equity Shares representing such fraction/s to a person/s to be appointed by the Board of Directors who would hold them in trust for such Member/s and shall, as soon as possible, sell such Equity Shares at the prevailing market rate and the net sale proceeds of such Equity Shares, after adjusting the cost and the expenses in respect thereof, be distributed among such Member/s who are entitled to such fraction/s in the proportion of their respective fractional entitlements.

FURTHER RESOLVED THAT the consent and approval of the Members of the Company be and is hereby granted to authorise the Board of Directors of the Company, to take necessary steps for listing and trading of such Bonus Equity Shares on the Stock Exchange pursuant to all the applicable provisions of SEBI ICDR Regulations, Listing Regulations, and/or any other applicable laws, rules, regulations, circulars, notifications, clarifications, guidelines and subject to specific approval of Stock Exchange regarding Issue of Bonus Equity Shares of the Company and Migration of Securities [Equity Shares] of the Company from NSE EMERGE to NSE Main Board.

FURTHER RESOLVED THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things whatsoever, including settling any question, doubt or difficulties that may arise with regard to or in relation to the issue and allotment of the Bonus Equity Shares and to accept on behalf of the Company, any conditions, modifications, alterations, changes, variations in this regard as prescribed by the statutory authority(ies) and which the Board of Directors in its discretion thinks fit and proper."

3. To consider and, if thought fit, to pass the following resolution as a Special Resolution:-

Migration of Specified Securities [Equity Shares] of the Company from SME Exchange [NSE EMERGE] to the Main Board of National Stock Exchange of India Limited [NSE]

"RESOLVED THAT pursuant to the provisions of Regulation 277, 278, 280 and other applicable Regulation/s contained in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **("ICDR Regulations"),** Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")**, and all other applicable provisions, if any, of the Companies Act, 2013 **("the Act")** and the rules framed there under [including any statutory modification/s or re-enactment/s thereof for the time being in force], and SME Platform of National Stock

Exchange of India Limited **("NSE EMERGE")** where the Securities **[Equity Shares]** of the Company are listed and/or Main Board of National Stock Exchange of India Limited **("NSE")** where the Securities **[Equity Shares]** of the Company are proposed to be listed through migration [NSE EMERGE and NSE, each hereinafter referred to as the **"Stock Exchange"**] together with provisions of any other applicable laws, rules, regulations, circulars, notifications, clarifications, guidelines issued by the various authorities and subject to such consent, approval, permission and sanction, as may be necessary from appropriate authorities, the consent and approval of the Members of the Company be and is hereby granted to authorise the Board of Directors of the Company (hereinafter referred to as **"the Board"**) [which expression shall also include a sub-committee thereof or any person authorised by the Board], for migration of specified securities **[Equity Shares]** of the Company i. e. Listing and Trading for 2,54,02,613 Equity Shares of the Company, from SME Platform of National Stock Exchange of India Limited namely NSE EMERGE to the Main Board of National Stock Exchange of India Limited namely NSE, on account of increase in Paid-up Share Capital of the Company beyond ₹ 25,00,00,000 (₹ Twenty Five Crore) through issue and allotment of Bonus Equity Shares to the eligible Member/s of the Company.

FURTHER RESOLVED THAT the consent and approval of the Members of the Company be and is hereby granted to authorise the Board of Directors of the Company, to take necessary steps for listing and trading of entire Issued, Subscribed and Paid-up Equity Share Capital of the Company on the Stock Exchange by following such procedures specified under all the applicable provisions of SEBI ICDR Regulations, Listing Regulations, and/or any other applicable laws, rules, regulations, circulars, notifications, clarifications, guidelines and subject to specific approval of Stock Exchange regarding Issue of Bonus Shares and Migration of Securities [Equity Shares] of the Company from NSE EMERGE to NSE Main Board.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution."

By Order of the Board of Directors

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No ACS – 48012

Place: Nagpur
Date: 13 November 2019

NOTES:-

1. The Explanatory Statement pursuant to Section 102(1) and 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standard on General Meetings [SS-2] issued by the ICSI, setting out the material facts and reasons for the proposed Special Resolution/s are annexed herewith along with Postal Ballot Form for your consideration.
2. All the document/s referred to in the accompanying Postal Ballot Notice and Explanatory Statement thereto, are open for inspection by the Members, at the Registered Office of the Company during office hours i. e. between 11:00 AM [11:00 Hours] to 01:00 PM [13:00 Hours] on all working days from the date of the Postal Ballot Notice till the last date fixed for receipt of votes by physical Postal Ballot and/or remote e-voting.
3. The business set out in the Postal Ballot Notice also be transacted through electronic voting system and the Company is providing additional option or facility for voting by electronic means (remote e-voting), the instructions for remote e-voting are annexed and forms part of this Notice.
4. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company is providing to its Members facility to exercise their right to vote on all the proposed Special Resolution/s set forth in the Postal Ballot Notice by remote e-voting. The Members may cast their vote using remote e-voting.
5. The Company has engaged the services of Central Depository Services (India) Limited **("CDSL")** to provide remote e-voting facility. The remote e-voting period commences on **Wednesday, the 20 November 2019 at 09:00 AM [09:00 Hours]** and ends on **Thursday, the 19 December 2019 at 05:00 PM [17:00 Hours].** The remote e-voting shall be disabled thereafter.
6. The voting rights shall be reckoned in proportion to a Member's Share of the Paid-up Share Capital of the Company as on the Cut-off (Record) Date i. e. **Wednesday, the 13 November 2019** for Physical Postal Ballot and remote e-voting. A Member cannot exercise his / her / their vote by Proxy on Postal Ballot. A recipient of Postal Ballot Notice who is not a Member on the Cut-off (Record) Date should treat this Notice for information purpose only.
7. A Postal Ballot Form and a self-addressed postage pre-paid Business Reply Envelope are attached and enclosed to this Postal Ballot Notice. The self-addressed postage pre-paid Business Reply Envelope bear the address of the Scrutiniser to whom duly completed Postal Ballot Form is to be sent.
8. The Members who opt to vote by Postal Ballot Form shall ensure that the Postal Ballot Form duly completed in all respects in the enclosed self-addressed postage pre-paid Business Reply Envelope should be returned so as to reach the Scrutinizer not later than the close of working hours, i.e. **05:00 PM [17:00 Hours] on Thursday, 19 December 2019.** The Physical Postal Ballot Forms received after 05:00 PM [17:00 Hours] on Thursday, 19 December 2019 will be treated as 'Invalid' and accordingly, be rejected. The duly completed Postal Ballot Form should reach the Scrutinizer namely Messers Mukesh Parakh & Associates, Company Secretaries, Nagpur at the address printed on self - addressed postage pre-paid Business Reply Envelope.
9. Any Member who has not received the Postal Ballot Form or is desirous of obtaining an additional physical Postal Ballot Form, may write to the Company Secretary of the Company for obtaining a duplicate or additional Postal Ballot Form. The Company shall forward the same along with self-addressed postage pre-paid Business Reply Envelope to the said Member.
10. The Member/s can opt only one mode for voting i.e., either by remote e-voting or physical Postal Ballot. However, in case, a Member cast his / her / their vote both via remote e-voting and through physical Postal Ballot, then valid voting done through remote e-voting shall prevail and the votes cast through physical Postal

Ballot shall be considered invalid. Once the vote on a resolution is cast by a Member electronically, the Member shall not be allowed to change it subsequently.

11. The Board of Directors of the Company has appointed CS Mukesh Dulichandji Parakh, Proprietor of Messers Mukesh Parakh & Associates, Company Secretaries, Nagpur, [ICSI Membership No. FCS - 4343 & Certificate of Practice No. 13693], as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.
12. The Board of Directors has also appointed CS Milind Suryakant Rao, Company Secretary of the Company as the person responsible for the Physical Postal Ballot and remote e-voting process for and on behalf of the Company.
13. The Scrutinizer will prepare a Scrutinizer's Consolidated Report of the total votes cast in favour or against, if any. The Scrutinizer will submit his final Consolidated Report to the Chairman cum Managing Director of the Company or any Person authorized by him in writing on **Friday, the 20 December 2019** and declare the result of the voting forthwith.
14. The proposed Special Resolution/s, if passed by the requisite majority, shall be deemed to have been passed on **Thursday, the 19 December 2019** i.e. the last date specified either for receipt of duly completed physical Postal Ballot Forms or for exercising voting rights through remote e-voting. The proposed Special Resolution/s passed by the Members through physical Postal Ballot and remote e-voting are deemed to have been passed effectively at a General Meeting.
15. The result of the Postal Ballot along with Scrutinizer's Consolidated Report will be posted or uploaded on the Company's Website www.mmpil.com and on the Website of CDSL namely www.evotingindia.com and also, will be communicated to the SME Platform of National Stock Exchange of India Limited namely NSE EMERGE, where the Equity Shares of the Company are listed. The results will also be displayed on the Notice Board at the Registered Office of the Company.
16. The physical copy of the Postal Ballot Notice, Postal Ballot Form along with self-addressed postage pre-paid Business Reply Envelope is being sent to all the Members, whose names appear as the Beneficial Owner/s holding Equity Shares in electronic mode as per details furnished by the Depositories namely National Securities Depository Limited **(NSDL)** and Central Depository Services (India) Limited **(CDSL)** and also, as the Member/s holding Equity Shares in physical mode, in the Register of Members of the Company as on the close of the business hours on **Wednesday, the 13 November 2019** by permitted mode namely Speed Post services of India Post. Additionally, the Postal Ballot Notice and Postal Ballot Form is being sent by e-mail to all those Member/s who have registered their e-mail addresses for receipt of documents in electronic form with their Depository Participants (in case of electronic shareholding) and the Company or the Registrar & Share Transfer Agent (in case of physical shareholding). The Postal Ballot Notice is also being uploaded on the Company's Website namely www.mmpil.com and of CDSL namely www.evotingindia.com.
17. On completion of dispatch of the Physical Postal Ballot Notice together with Postal Ballot Form, an advertisement will be published at least once in a vernacular newspaper [Marathi] in the principal vernacular language [Marathi] of the district in which the Registered Office of the Company is situated, and having a wide circulation in that district, and at least once in English language in an English newspaper having a wide circulation in that district, about having dispatched the Physical Postal Ballot papers and specifying therein, inter-alia, the matters prescribed under Rule 22 of the Companies (Management and Administration) Rules, 2014.

18. INSTRUCTIONS FOR e-VOTING

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended), the Company is pleased to provide or offer its Members additional option or facility to exercise their right to vote on all the proposed Special Resolution/s set forth in the Postal Ballot Notice by remote e-voting and accordingly, the business may be transacted through remote e-voting services provided by the Central Depository Services (India) Limited (CDSL). The instructions to the Members for remote e-voting are as under:-

(i) The remote e-voting period commences on **Wednesday, the 20 November 2019 at 09:00 AM [09:00 Hours]** and ends on **Thursday, the 19 December 2019 at 05:00 PM [17:00 Hours].** During this period, a Member of the Company, holding Equity Shares either in physical form or in dematerialized form, as on the **Cut-off (Record) Date i. e. Wednesday, the 13 November 2019** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on "Shareholders" Tab.

(iv) Now, Enter your User ID

(a) For CDSL: 16 digits beneficiary ID.

(b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID.

(c) The Members holding Equity Shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding Equity Shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:-

For Shareholders (Members) holding shares in Demat Form and Physical Form	
PAN	● Enter your 10 digit alpha-numeric PAN issued by Income Tax Department [Applicable for Shareholders (Members) holding shares in demat as well as physical form]. ● The Shareholders (Members) who have not updated their PAN with the Company or Depository Participant are requested to use the first two letters of their name and the last 8 digits of the sequence number (refer serial no. printed on the name and address sticker or postal ballot form or e-mail) in the PAN field. ● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) The Members holding Equity Shares in physical form will then directly reach the Company selection screen. However, the Members holding Equity Shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that the Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For the Members holding Equity Shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for **MMP Industries Limited** on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same, the option "YES / NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) **The Shareholders (Members) can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded on Apple (i-Phone), Android and Window based mobile phones. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(xix) Note for Non–Individual Shareholders and Custodians:-

(i) Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

(ii) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

(iii) After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

(iv) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

(v) A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or Call at Toll Free No. 1800 22 5533.

EXPLANATORY STATEMENT

PURSUANT TO SECTION 102(1) AND 110 OF THE COMPANIES ACT, 2013

RESOLUTION NO. 1 AND 2

The Company – MMP Industries Limited [formerly known as (i) 'Semi Conductor Packages Private Limited' (ii) 'Maharashtra Metal Powders Private Limited' and (iii) 'Maharashtra Metal Powders Limited'] (hereinafter referred to as 'the Company') was originally incorporated and registered under the Companies Act, 1956 as a Private Limited Company, Limited by Shares, [Category – Private Limited Company, Limited by Shares and Sub-Category – Indian Non-Government Company] bearing the Corporate Identification No. (CIN) L 32300 MH 1973 PLC 030813 Dated 8 October 1973 with the Office of the Registrar of Companies in the State of Rajasthan at Jaipur.

The Company has changed its status from Private to Public Limited Company and subsequently to a Listed – Public Limited Company, Name presently to MMP Industries Limited and situation of its registered office presently to 211, Shri Mohini, 345, Kingsway, Nagpur – 440001, MH, IN, falling within the jurisdiction of Office of the Registrar of Companies in the State of Maharashtra at Mumbai, after due compliance of the provisions of the Companies Act, 1956 [to the extent applicable], and the Companies Act, 2013 read with the rules made there under.

The Authorised Share Capital of the Company presently stands at ₹ 20,00,00,000/- (₹ Twenty Crores) divided into 2,00,00,000 (Two Crore) Equity Shares of ₹ 10 (₹ Ten) each.

The Company, through its Maiden Initial Public Offering (IPO), has raised a sum of ₹ 84.60 Crore, by issue and allotment of 45 Lakh Equity Shares of Face Value of ₹ 10/- each, at a Premium of ₹ 178/- per Equity Share, in the Capital of the Company, in terms of Prospectus Dated 5 April 2018, and got approval for Listing and Trading of Equity Shares, of the Company on the SME Platform of National Stock Exchange of India Limited namely NSE EMERGE, effective 12 April 2018.

Keeping in view the prevailing business scenario, future business plans, vision and mission of the Company, and specifically, to reward its Shareholders (Members), who is standing and associated with the Company, assuming responsibilities of true partnership, the Board at its meeting held on **Wednesday, the 13 November 2019,** considered, approved and recommended, the issue and offer of a Bonus Equity Share in the ratio of 1:2 i.e. One Bonus Equity Share for every Two Equity Shares held in the Issued, Subscribed and Paid-up Share Capital of the Company, by the Members as on Record Date to be hereafter fixed by the Board (which expression shall also include a Sub-Committee thereof or any Person authorized by the Board) by capitalizing the surplus of profits or permissible reserves of the Company, subject to requisite approval/s in this regards.

To accommodate the increase or addition to the Issued, Subscribed & Paid-up Share Capital of the Company, resulting on account of any such decision based on the prevailing business scenario, future business plans, vision and mission of the Company, it is necessary to increase the existing Authorised Share Capital of the Company from ₹ 20,00,00,000/- (₹ Twenty Crore) divided into 2,00,00,000 (Two Crore) Equity Shares of ₹ 10/- (₹ Ten) each to ₹ 26,00,00,000/- (₹ Twenty Six Crores) divided into 2,60,00,000 (Two Crore Sixty Lakh) Equity Shares of ₹ 10/- (₹ Ten) each.

Accordingly, it is also proposed to increase the authorised share capital to ₹ 26,00,00,000/- (₹ Twenty Six Crores) divided into 2,60,00,000 (Two Crores Sixty Lakh) Equity Shares of ₹ 10 (₹ Ten) each by creation of additional 60,00,000 (Sixty Lakh) Equity Shares of ₹ 10 (₹ Ten) each. The increase in authorised share capital as aforesaid would require consequential amendments to the existing Clause V of the Memorandum of Association of the Company.

The increase in Authorised Share Capital & consequent amendments to Clause V of the Memorandum of Association of the Company and Capitalisation of Reserves & Issue of Bonus Equity Shares of the Company requires approval of the Members of the Company by way of Special Resolution pursuant to the provisions of Section 13, 61 and 63 of the Companies Act, 2013 read with the rules made there under, apart from any other applicable statutory and regulatory approvals.

In case of fractional entitlements (shares), if any, arising out of the issue and allotment of Bonus Equity Shares, the Board will make suitable arrangements to deal with such fractions for the benefit of the eligible Member/s, including but not limited to, aggregating of such fractions and allotting the total number of new Bonus Equity Shares representing such fractions to a person/s to be appointed by the Board who would hold them in trust for such Member/s and shall, as soon as possible, sell such Equity Shares at the prevailing market rate and the net sale proceeds of such Equity Shares, after adjusting the cost and the expenses in respect thereof, be distributed among such Member/s, who are entitled to such fraction/s in the proportion of their respective fractional entitlements (shares).

None of the Director/s, Key Managerial Personnel or their relatives, are in any way, concerned or interested, financially or otherwise, in the Special Resolution Nos. 1 and 2 of this Notice, Except to the extent of Issue and Offer of Bonus Equity Shares against their existing Shareholding, if any, in the Capital of the Company and/or to the extent of the Shareholding of the companies and/or other entities of which they are Directors or Members.

Accordingly, the Board of Directors of the Company recommends the Special Resolution Nos. 1 and 2 as proposed and set out in the accompanying Notice for approval of the Shareholders (Members) in the interest of the Company through Postal Ballot and remote e-voting.

RESOLUTION NO. 3

The Company, through its Maiden Initial Public Offering (IPO), has raised a sum of ₹ 84.60 Crore, by issue and allotment of 45 Lakh Equity Shares of Face Value of ₹ 10/- each, at a Premium of ₹ 178/- per Equity Share, in the Capital of the Company, in terms of Prospectus Dated 5 April 2018, and got approval for Listing and Trading of Equity Shares, of the Company on the SME Platform of National Stock Exchange of India Limited namely NSE EMERGE, effective 12 April 2018.

On approval of aforesaid Special Resolution Nos. 1 and 2, the Issued, Subscribed and Paid-up Share Capital of the Company shall stand increased from ₹ 16,93,50,750/- (₹ Sixteen Crore Ninety Three Lakh Fifty Thousand Seven Hundred Fifty) divided into 1,69,35,075 (One Crore Sixty Nine Lakh Thirty Five Thousand & Seventy Five) Equity Shares of ₹ 10/- (₹ Ten) each to ₹ 25,40,26,130/- (₹ Twenty Five Crore Forty Lakh Twenty Six Thousand One

Hundred Thirty) divided into 2,54,02,613 (Two Crore Fifty Four Lakh Two Thousand Six Hundred Thirteen) Equity Shares of ₹ 10/- (₹ Ten) each.

In case, the Issued, Subscribed and Paid-up Share Capital of the Company likely to exceeds beyond ₹ 25,00,00,000/- (₹ Twenty Five Crore), the Issuer Company shall migrate its specified securities (Equity Shares) listed and traded on a SME Exchange [NSE EMERGE] to the Main Board [NSE] and seek listing and trading of the specified securities (Equity Shares) on the Main Board [NSE], subject to fulfilment of the eligibility criteria and compliance of requisite approval/s pursuant to the Regulation 277, 278 and 280(2) of the SEBI (Issue of Capital and Disclosure Requirements) Regulation, 2018 (as amended).

The Board of Directors believes and of the firm opinion that, the Migration of specified securities (Equity Shares) of the Company, from SME Exchange [NSE EMERGE] to the Main Board [NSE], will, amongst others, provides number of advantage/s like enhanced liquidity, better realization, brand image and value, etc. to all the Stakeholders including the Shareholders (Members) of the Company and prospective Investors at large.

The Migration of specified securities [Equity Shares] of the Company, from SME Exchange [NSE EMERGE] to the Main Board [NSE], is also subject to approval of the Members, by way of passing a Special Resolution, through Postal Ballot.

None of the Director/s, Key Managerial Personnel or their relatives, are in any way concerned or interested, financially or otherwise, in the Special Resolution No. 3 of this Notice, Except to the extent of their existing Shareholding, if any, in the Capital of the Company and/or to the extent of the Shareholding of the companies and/or other entities of which they are Directors or Members.

Accordingly, the Board of Directors of the Company recommends the Special Resolution as proposed and set out in the accompanying Notice for approval of the **Public Shareholders (Members)** in the interest of the Company through Postal Ballot and remote e-voting.

The said Special Resolution shall be acted upon if and only if the votes cast by the Public Shareholders (Members) [Shareholders (Members) other than Promoters] in favour of the proposal amount to at least two times the number of votes cast by the Public Shareholders (Members) [Shareholders (Members) other than Promoters] against the proposal.

By Order of the Board of Directors

CS Milind Suryakant Rao
Company Secretary
ICSI Membership No ACS – 48012

Place: Nagpur
Date: 13 November 2019

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MMP INDUSTRIES LIMITED

Corporate Identification Number (CIN) – L 32300 MH 1973 PLC 030813
REGISTERED OFFICE : 211, SHRI MOHINI, 345, KINGSWAY, NAGPUR – 440001, MH, IN
Tel No.: +91 712 2 533 585 / 2 524 645, Fax No.: +91 712 2 530 461
e-Mail: companysecretary@mmpil.com, Website: www.mmpil.com

POSTAL BALLOT FORM
(To be returned to the Scrutiniser appointed by the Company)

Sr. No.	Particulars	Details
1.	Name and Registered Address of Sole or First Named Shareholder (Member)	
2.	Name of Joint Holder/s, if any	
3.	Registered Folio No. OR DP & Client ID [Applicable to the Members holding Equity Shares in Dematerialised form]	
4.	No. of Equity Shares Held	

I / We hereby exercise my / our vote in respect of the resolution to be passed through Postal Ballot for the business stated in the Postal Ballot Notice of the Company of Wednesday, the 13 November 2019 by conveying my / our assent or dissent to the said Special Business by placing the tick (√) mark at the appropriate box below:

Sr. No.	Description of Resolution	No. of Equity Shares	I / We Assent to the Special Resolution(FOR)	I / We Dissent to the Special Resolution (AGANIST)
1.	Increase in the Authorised Share Capital and Consequent Amendments to Clause V of the Memorandum of Association of the Company.			
2.	Capitalisation of Reserves and Issue of Bonus Equity Shares of the Company			
3.	Migration of Specified Securities [Equity Shares] of the Company from SME Exchange [NSE EMERGE] to the Main Board of National Stock Exchange of India Limited [NSE]			

Place: _____
Date: _____

_____
(Signature of the Shareholder (Member)

ELECTRONIC VOTING PARTICULARS

EVEN (e-Voting Event Number)	USER ID	PASSWORD / PIN
191113008		

NOTE:– Please read the instructions printed overleaf carefully before exercising your vote.

VOTING BY ELECTRONIC MEANS – REMOTE e-VOTING - The Members desiring to exercise their vote by electronic means i. e. remote e-voting, instead of voting through physical Postal Ballot, may access the remote e-voting facility through the web link www.evotingindia.com

IMPORTANT INSTRUCTIONS

1. The Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of the Member/s as on the Cut-off (Record) Date i.e. **Wednesday, the 13 November 2019**. A person who is not a Member on the relevant date should treat this notice for information purpose only.
2. The voting rights for Equity Shares are One Vote per Equity Share, registered in the name of the Member/s. The voting period shall be from **Wednesday, the 20 November 2019 at 09:00 AM [09:00 Hours]** and ends on **Thursday, the 19 December 2019 at 05:00 PM [17:00 Hours]**.
3. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company). Voting rights in a Postal Ballot cannot be exercised by a Proxy. In case of joint holding, this Form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member. In case of Equity Shares held by companies, trusts, societies etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board resolution / authority letter.
4. The Consent must be accorded by placing a tick mark in the column, `I/We assent to the Resolution', or dissent must be accorded by placing a tick mark in the column, `I/We dissent to the Resolution'. Form bearing tick mark in both the columns will be treated as invalid.
5. A Member desiring to exercise vote by Physical Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer namely 'Messers Mukesh Parakh & Associates, Company Secretaries', in the attached self-addressed postage pre-paid Business Reply Envelope. The Business Reply Envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address to which the same needs to be dispatched. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form/s, if sent by courier, registered or speed post at the expense of the Member will also be accepted.
6. The duly completed Postal Ballot Form should reach the Scrutinizer not later than by **05:00 PM [17:00 Hours] on Thursday, the 19 December 2019**. Postal Ballot Form received after specified time and date will be strictly treated as if reply from such Member has not been received. The Member/s are requested to send the duly completed Postal Ballot Form well before the last date providing sufficient time for the postal transit.
7. Alternatively, a Member may vote through electronic means (remote e-voting), an additional option or facility provided by the Company. The detailed procedure for remote e-voting is enumerated in the Notes to the Postal Ballot Notice.
8. The Members can opt only one mode of voting i.e. either by physical Postal Ballot or remote e-voting. In case, the Member cast their vote both by physical Postal Ballot and remote e-Voting, the valid voting done through remote e-voting shall prevail and voting done by physical Postal Ballot will be treated as invalid.
9. A Member may request for a duplicate Postal Ballot Form by writing to the Company Secretary of the Company.
10. The Member/s are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid Business Reply Envelope as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes, would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
11. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final.
12. The results of the Postal Ballot will be announced on **Friday, the 20 December 2019**. The proposed, Special Resolution/s, if passed by the requisite majority, shall be deemed to have been passed on the last date for voting i.e., **Thursday, the 19 December 2019.** The said results will be displayed on the Notice Board at the Registered Office of the Company, and also, will be intimated to SME Platform of National Stock Exchange of India Limited namely NSE EMERGE, where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded or posted on the website of Central Depository Services (India) Limited (CDSL) www.evotingindia.com and on the Company's website www.mmpil.com.
13. Any query in relation to the Special Resolution/s proposed to be passed by Postal Ballot may be sent to the Company Secretary of the Company at its Registered Office at 211, Shri Mohini, 345, Kingsway, Nagpur – 440001, MH, IN, or through e-Mail to companysecretary@mmpil.com.

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JUSTICE BOBDE TAKES OATH AS 47TH CJI AT RASHTRAPATI BHAVAN **NAGPUR TIMES PAGE 1**

HUNDREDS TRAPPED IN HK CAMPUS SIEGE **9**

MP NUSRAT JAHAN HOSPITALISED FOR 'RESPIRATORY PROBLEMS', KIN DENIES DRUG OVERDOSE BUZZ **6**

MMP INDUSTRIES LIMITED

Corporate Identification Number (CIN) – L 32300 MH 1973 PLC 030813
REGISTERED OFFICE: 211, SHRI MOHINI, 345, KINGSWAY, NAGPUR – 440001, MH, INDIA
Tel No.: +91 712 2 533 585 / 2 524 645 | **Fax No.:** +91 712 2 530 461
e-Mail: companysecretary@mmpil.com | **Website:** www.mmpil.com

NOTICE

NOTICE is hereby given, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**), read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification/s or re-enactment/s thereof for the time being in force), (**"the Rules"**), Secretarial Standard on General Meetings [**"SS-2"**] issued by the Institute of Company Secretaries of India (**"ICSI"**) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"Listing Regulations"**) and other applicable provisions of law, rules and regulations, that the Special Business containing the Special Resolution/s in respect of (**1**) Increase in the Authorised Share Capital and consequent amendments to Clause V of the Memorandum of Association of the Company, (**2**) Capitalisation of Reserves and Issue of Bonus Equity Shares of the Company, and (**3**) Migration of Specified Securities [**Equity Shares**] of the Company from SME Exchange [**NSE EMERGE**] to the Main Board of National Stock Exchange of India Limited [**NSE**], are proposed to be passed by the Members of MMP Industries Limited (**"the Company"**) as the Special Resolution/s through Postal Ballot including Voting by electronic means (**"remote e-voting"**) by giving their assent or dissent.

The Company has duly completed the dispatch of Postal Ballot Notice along with Explanatory Statement, Postal Ballot Form and Notes thereof, both in Physical [Speed Post] and/or Electronic [e-Mail] Mode, on **Monday, the 18 November 2019,** to all the Members of the Company, whose name/s appearing in the Registrar of Members [as the Beneficial Owner/s holding Equity Shares in Demat Form and as the Member/s holding Equity Shares in Physical Form] as on the Cut-off (Record) Date i.e. **Wednesday, the 13 November, 2019**. The Postal Ballot Notice along with Explanatory Statement, Postal Ballot Form and Notes thereof, has also been uploaded on the Website of the Company www.mmpil.com and that of Central Depository Services (India) Limited (**"CDSL"**) www.evotingindia.com and will remain posted till the last date for receipt of Postal Ballot or remote e-Voting.

The physical Postal Ballot voting period commences on **Wednesday, the 20 November 2019 at 09:00 AM [09:00 Hours]** and ends on **Thursday, the 19 December 2019 at 05:00 PM [17:00 Hours]**. The Members desiring to exercise their vote by means of physical Postal Ballot are requested to send the Postal Ballot Form duly completed in all respect so as to reach the Scrutinizer not later than the close of working hours, i.e. **05:00 PM [17:00 Hours] on Thursday, the 19 December 2019**. The Physical Postal Ballot Forms received after **05:00 PM [17:00 Hours]** on **Thursday, the 19 December 2019** will be treated as 'invalid'.

The Company has engaged the services of Central Depository Services (India) Limited (**"CDSL"**) to provide an additional option or facility to exercise the right to vote on all the proposed Special Resolution/s set forth in the Postal Ballot Notice through remote e-voting. The Members may cast their vote using remote e-voting. The remote e-voting period commences on **Wednesday, the 20 November 2019 at 09:00 AM [09:00 Hours]** and ends on **Thursday, the 19 December 2019 at 05:00 PM [17:00 Hours]**. The remote e-voting shall be disabled thereafter. The Members desiring to opt for the remote e-voting option or facility are requested to read carefully the related notes to the Postal Ballot Notice and Postal Ballot Form together with instructions for remote e-voting given thereunder. Kindly note that the Members can opt for only one mode of voting i.e. either physical Postal Ballot or remote e-voting.

Any Member who has not received the Postal Ballot Form or is desirous of obtaining an additional physical Postal Ballot Form, may send an e-Mail to companysecretary@mmpil.com and obtain duplicate or additional Postal Ballot Form. The Postal Ballot Notice and Postal Ballot Form can also be downloaded from the Website of the Company www.mmpil.com.

The Board of Directors of the Company, at its meeting held on **Wednesday, the 13 November 2019,** has approved and appointed, CS Mukesh Dulichandji Parakh, Proprietor of Messers Mukesh Parakh & Associates, Company Secretaries, Nagpur, [ICSI Membership No. FCS - 4343 & Certificate of Practice No. 13693], to act as the Scrutinizer [**"Scrutinizer"**] for conducting the Postal Ballot and remote e-voting in a fair and transparent manner.

The results of the Postal Ballot will be declared and displayed on Notice Board at the Registered Office of the Company on **Friday, the 20 December 2019**, and will be intimated to SME Platform of National Stock Exchange of India Limited namely NSE EMERGE, where the Equity Shares of the Company are listed. Additionally, the results of Postal Ballot will also be posted or uploaded on the Company's Website www.mmpil.com and on the Website of Central Depository Services (India) Limited (CDSL) www.evotingindia.com

In case of any query(ies) or grievance/s, in respect of Special Resolution/s proposed to be passed by Postal Ballot, the Member/s may contact CS Milind Suryakant Rao, Company Secretary of the Company at its Registered Office at 211, Shri Mohini, 345, Kingsway, Nagpur - 440001, MH, IN, OR Call +91 93252 43653 OR send an e-Mail to companysecretary@mmpil.com. In case of any queries or issues regarding e-voting, the Member/s may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section OR write an email to helpdesk.evoting@cdslindia.com OR Call Toll Free No. 1800 22 5533.

By Order of the Board of Directors
CS Milind Suryakant Rao
Company Secretary
ICSI Membership No ACS – 48012

Place: Nagpur
Date: 18 November, 2019

MMP INDUSTRIES NAGPUR