

MPS

MPS Limited

C - 35, Sector- 62, Noida- 201 307, Uttar Pradesh (INDIA)
Tel: +91 120 4599 750

July 21, 2015

Department of Corporate Services Listing
BSE Limited
P / Towers
Dalal Street, Fort
Mumbai – 400 001

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

Fax No. 022- 2272 3121 / 2272 2041

Fax No. 022- 2659 8347 / 48

Sub.: Annual General Meeting Voting Results – Clause 35 A.

Dear Sir / Madam,

We hereby wish to inform you that the 45th Annual General Meeting of the Company was held on July 20, 2015. We are enclosing herewith the consolidated Scrutinizers Report along with the voting results in the format prescribed as per Clause 35A of the Listing Agreement for Voting on resolutions as contained in the Notice of the Annual General Meeting.

You are requested to take the above information and enclosed documents on your record.

Thanking you,

Yours Sincerely,

For MPS Limited

Hitesh Kumar Jain

DGM- Legal & Company Secretary



Encl.: as above

www.adi-mps.com

Consolidated Scrutinizer's Report

21st July, 2015

The Chairman

Messrs. MPS Limited,
RR Tower IV, Super A, 16/17,
Thiru-Vi-Ka Industrial Estate, Guindy,
Chennai - 600 032

Ref: The 45th Annual General Meeting of the members of Messrs. MPS Limited held on Monday, 20th July, 2015 at 2.30 p.m.at The Raintree Hotels, 636, Anna Salai, Teynampet, Chennai - 600 035

Dear Sir,

The Board of Directors of **Messrs. MPS Limited** vide resolution dated 25th May, 2015 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and 21 of the Companies (Management and Administration) Rules, 2014 have appointed us viz. M/s. R.Sridharan & Associates, Company Secretaries, as the Scrutinizer to conduct the remote e-voting process held between Friday, July 17, 2015 (9.00 AM) (IST) to Sunday, July 19, 2015 (5.00 PM) (IST) and to conduct the Polling process relating to the 45th AGM of the members of the Company, held on Monday, 20th July, 2015 at 2.30 p.m.at The Raintree Hotels, 636, Anna Salai, Teynampet, Chennai - 600 035.

We now submit our consolidated Report as under:

1. After the announcement of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. After the time fixed for closing of the poll, the locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

45TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT - MPS LIMITED





3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. We have scrutinized and reviewed the voting at the conclusion of AGM. Subsequently, we have unblocked the votes cast through remote e-voting in the presence of Mr K Satheesh and Ms A Deepika, who are the witnesses and not in the employment of the company. The votes tendered therein in respect of the remote e-voting system are based on the data downloaded from the Official website of the Central Depository Services (India) Limited [CDSL].

5. The consolidated result (Remote E-voting and poll) of the said Resolutions are as under:

Item No. 1 - Adoption of Standalone & Consolidated Financial Statements, Reports of Board of Directors & Auditors (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
20	14398210	19	2264	14400474	99.9999%

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
1	10	1	10	20	0.0001%

(iii) **Abstained** Votes:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll
NIL	NIL	NIL	NIL	NIL

Note: One Shareholder holding 7808 Shares has partially abstained from Voting on 7000 Shares on Poll.





(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Item No. 2 – Confirmation of two Interim Dividends & Declaration of the same as Final Dividend (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
21	14398220	19	2264	14400484	99.9999%

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
NIL	NIL	1	10	10	0.0001%





(iii) **Abstained** Votes:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll
NIL	NIL	NIL	NIL	NIL

Note: One Shareholder holding 7808 Shares has partially abstained from Voting on 7000 Shares on Poll.

(iv) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Item No. 3 – Appointment of Mr.Rahul Arora (DIN:05353333) as director who retires by Rotation (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
19	1781214	18	2247	1783461	99.9979%





(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
1	10	2	27	37	0.0021%

(iii) **Abstained** Votes:

Number of members voted in Remote e- voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll
1	12616996	NIL	NIL	12616996

Note: One Shareholder holding 7808 Shares has partially abstained from Voting on 7000 Shares on Poll.

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





Item No. 4 – Appointment of M/s.Deloitte Haskins & Sells, Chartered Accountants, Gurgaon as Statutory Auditors (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
11	13630876	19	2264	13633140	94.6713%

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
10	767344	1	10	767354	5.3287%

(iii) **Abstained** Votes:

Number of members voted in Remote e- voting	Number of votes cast (Shares) - Remote Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll
NIL	NIL	NIL	NIL	NIL

Note: One Shareholder holding 7808 Shares has partially abstained from Voting on 7000 Shares on Poll.

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





Item No. 5 – Appointment of Mr.Nishith Arora (DIN:00227593) as a director (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
19	1781214	18	2247	1783461	99.9979%

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
1	10	2	27	37	0.0021%

(iii) **Abstained** Votes:

Number of members voted in Remote e- voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll
1	12616996	NIL	NIL	12616996

Note: One Shareholder holding 7808 Shares has partially abstained from Voting on 7000 Shares on Poll.

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





Item No. 6 – Appointment of Mr.Nishith Arora (DIN:00227593) as a Whole Time director (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
19	1781214	18	2247	1783461	99.9979%

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
1	10	2	27	37	0.0021%

(iii) **Abstained** Votes:

Number of members voted in Remote e- voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll
1	12616996	NIL	NIL	12616996

Note: One Shareholder holding 7808 Shares has partially abstained from Voting on 7000 Shares on Poll.

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





Item No. 7 – Appointment of Ms.Yamini Tandon to the office or place of profit in the Company's Wholly Owned Subsidiary in U.S.A (Special Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
19	1781214	18	2247	1783461	99.9979%

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
1	10	2	27	37	0.0021%

(iii) **Abstained** Votes:

Number of members voted in Remote e- voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll
1	12616996	NIL	NIL	12616996

Note: One Shareholder holding 7808 Shares has partially abstained from Voting on 7000 Shares on Poll.

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



Item No. 8 – To borrow money upto Rs.150 Crores in excess of aggregate of Paid up Capital & Free Reserves under Section 180 (1) (c) of the Companies Act, 2013 (Special Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
21	14398220	19	2264	14400484	99.9999%

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
NIL	NIL	1	10	10	0.0001%

(iii) **Abstained** Votes:

Number of members voted in Remote e- voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll
NIL	NIL	NIL	NIL	NIL

Note: One Shareholder holding 7808 Shares has partially abstained from Voting on 7000 Shares on Poll.

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





5. A Compact Disc (CD) containing a list of equity shareholders who voted **"FOR"**, **"AGAINST"** and those whose votes were declared invalid for each resolution is enclosed.

6. The electronic data relating to remote e-voting, poll papers and all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,
Yours faithfully,

For R. Sridharan & Associates
Company Secretaries


CS R. Sridharan
CP No. 3239
FCS No. 4775



MPS LIMITED

Regd. Off.: RR Towers IV, Super A, 16/17, TVK Industrial Estate, Guindy,
Chennai – 600032
Tel: 044-4916 2222, Fax: 044-4916 2225, Email:investors@adi-mps.com,
Website :www.adi-mps.com
CIN: L22122TN1970PLC005795

(PHYSICAL AND REMOTE E-VOTING)**DATE OF AGM : 20-JUL-2015****DETAILS OF VOTING RESULTS**

Date of Annual General Meeting (AGM)	20-Jul-15
Total No. of Shareholders on Record Date (Cut-off date for voting purpose – July 13, 2015)	8743
No. of Shareholders present in the meeting either Promoters and Promoter Group: Public:	1 95
No. of Shareholders attended the meeting through Promoters and Promoter Group: Public:	Not Arranged

Agenda Vise

The mode of voting for all resolutions was through remote e-Voting and at AGM through Ballot Papers

Resolution No. 1.

Adoption of Audited Standalone and Consolidated Financial Statements for the Financial Year 2014-2015, Reports of Board of Directors & Auditors

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	12616996	12616996	100.0000	12616996	0	100.0000	0.0000
Public - Institutional Holders	1909764	1771473	92.7587	1771473	0	100.0000	0.0000
Public - Others	4090166	12025	0.2940	12005	20	99.8337	0.1663
TOTAL	18616926	14400494	77.3516	14400474	20	99.9999	0.0001



Resolution No. 2

Confirmation of two Interim Dividends paid during the year as Final Dividend for Financial Year 2014-15 (Ordinary Resolution)

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	12616996	12616996	100.0000	12616996	0	100.0000	0.0000
Public - Institutional Holders	1909764	1771473	92.7587	1771473	0	100.0000	0.0000
Public - Others	4090166	12025	0.2940	12015	10	99.9168	0.0832
TOTAL	18616926	14400494	77.3516	14400484	10	99.9999	0.0001

Resolution No. 3

Appointment of Mr.Rahul Arora (DIN:05353333) as director retiring by Rotation (Ordinary Resolution)

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	12616996	0	0.0000	0	0	0.0000	0.0000
Public - Institutional Holders	1909764	1771473	92.7587	1771473	0	100.0000	0.0000
Public - Others	4090166	12025	0.2940	11988	37	99.6923	0.3077
TOTAL	18616926	1783498	9.5800	1783461	37	99.9979	0.0021



Resolution No. 4**Re-appointment of M/s.Deloitte Haskins & Sells, Chartered Accountants, Gurgaon, as Statutory Auditors (Ordinary Resolution)**

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – In favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	12616996	12616996	100.0000	12616996	0	1.0000	0.0000
Public - Institutional Holders	1909764	1771473	92.7587	1004139	767334	0.5666	0.4332
Public - Others	4090166	12025	0.2940	12005	20	0.9983	0.0017
TOTAL	18616926	14400494	77.3516	13633140	767354	94.6713	5.3287

Resolution No. 5**Appointment of Mr.Nishith Arora (DIN:00227593) as a Director (Ordinary Resolution)**

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	12616996	0	0.0000	0	0	0.0000	0.0000
Public - Institutional Holders	1909764	1771473	92.7587	1771473	0	100.0000	0.0000
Public - Others	4090166	12025	0.2940	11988	37	99.6923	0.3077
TOTAL	18616926	1783498	9.5800	1783461	37	99.9979	0.0021



Resolution No. 6

Appointment of and payment of remuneration to Mr.Nishlth Arora (DIN:00227593) as a Whole Time Director for a period of 3 years w.e.f. May 25, 2015

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	12616996	0	0.0000	0	0	0.0000	0.0000
Public - Institutional Holders	1909764	1771473	92.7587	1771473	0	100.0000	0.0000
Public - Others	4090166	12025	0.2940	11988	37	99.6923	0.3077
TOTAL	18616926	1783498	9.5800	1783461	37	99.9979	0.0021

Resolution No. 7

Appointment of Ms.Yamini Tandon to the office or place of profit in the Company's Wholly Owned Subsidiary in U.S.A w.e.f. May 11, 2015 (Special

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	12616996	0	0.0000	0	0	0.0000	0.0000
Public - Institutional Holders	1909764	1771473	92.7587	1771473	0	100.0000	0.0000
Public - Others	4090166	12025	0.2940	11988	37	99.6923	0.3077
TOTAL	18616926	1783498	9.5800	1783461	37	99.9979	0.0021



Resolution No. 8

To borrow money upto Rs.150 Crores in excess of aggregate of the Paid up Share Capital & Free Reserves under Section 180 (1) (c) of the Companies

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	12616996	12616996	100.0000	12616996	0	100.0000	0.0000
Public - Institutional Holders	1909764	1771473	92.7587	1771473	0	100.0000	0.0000
Public - Others	4090166	12025	0.2940	12015	10	99.9168	0.0832
TOTAL	18616926	14400494	77.3516	14400484	10	99.9999	0.0001

All the aforesaid resolutions have been passed with requisite majority.

For MPS Limited


Hitesh Kumar Jain

DGM- Legal & Company Secretary

