

## Voting Results

## Annexure I

<b>Date of 54th Annual General Meeting</b>	15.10.2020 (Remote E-Voting Started from 12.10.2020 (9.00 a.m.) to 14.10.2020 (5.00 p.m. IST) (E-Voting at the AGM 11.15 a.m. to 12.01 p.m.)
<b>Total number of shareholders on record date:</b> (being cut off date for determining shareholders entitled to vote – 08th October 2020)	590
<b>No. of shareholders present either in person or through proxy:</b> Promoters and Promoter Group: Public:	N.A
<b>No. of Shareholders attended the meeting through Video Conferencing/OAVM</b> Promoters and Promoter Group: Public	9 10

### Agenda-wise disclosure

<b>Item No. 1: To receive, consider and adopt the Standalone and Consolidated Audited financial statements for the year ended 31st March, 2020 and the reports of the Directors and Auditors thereon;</b>								
<b>Resolution required:</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			No					
Category	Mode of Voting	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
<b>Promoter and Promoter Group</b>	E-Voting	1986560	1943660	97.84	1943660	0	100	-
	Poll		-	-	-	0	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		1986560	1943660	97.84	1943660	-	100
<b>Public-Institutions</b>	E-Voting	43750	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		43750	-	-	-	-	-
<b>Public-Non Institutions</b>	E-Voting	1119690	19300	1.72	2900	16400	15.03	84.97
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		1119690	19300	1.72	2900	16400	15.03
<b>Total</b>		3150000	1962960	62.32	1946560	16400	99.16	0.84



*[Handwritten Signature]*

**Agenda-wise disclosure**

Item No. 2: APPOINTMENT OF DR.T. VENKATESAN (DIN 01793232) WHO RETIRES BY ROTATION;								
Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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 and Promoter Group	E-Voting	1986560	1943660	97.84	1943660	0	100	-
	Poll		-	-	-	0	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	<b>Total</b>	<b>1986560</b>	<b>1943660</b>	<b>97.84</b>	<b>1943660</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Institutions	E-Voting	43750	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	<b>Total</b>	<b>43750</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institutions	E-Voting	1119690	19300	1.72	2900	16400	15.03	84.97
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	<b>Total</b>	<b>1119690</b>	<b>19300</b>	<b>1.72</b>	<b>2900</b>	<b>16400</b>	<b>15.03</b>	<b>84.97</b>
<b>Total</b>		<b>3150000</b>	<b>1962960</b>	<b>62.32</b>	<b>1946560</b>	<b>16400</b>	<b>99.16</b>	<b>0.84</b>



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Agenda-wise disclosure

**Item No. 3: APPOINTMENT OF MR. NOMAN H. MILLWALA (DIN 00471544) AS A NON-INDEPENDENT DIRECTOR OF THE COMPANY WITH EFFECT FROM 16TH OCTOBER 2020;**

Resolution required:			Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	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 and Promoter Group	E-Voting	1986560	1943660	97.84	1943660	0	100	-	
	Poll		-	-	-	0	-	-	
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	
	<b>Total</b>	<b>1986560</b>	<b>1943660</b>	<b>97.84</b>	<b>1943660</b>	<b>-</b>	<b>100</b>	<b>-</b>	
Public-Institutions	E-Voting	43750	-	-	-	-	-	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	
	<b>Total</b>	<b>43750</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	
Public-Non Institutions	E-Voting	1119690	19300	1.72	2900	16400	15.03	84.97	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	
	<b>Total</b>	<b>1119690</b>	<b>19300</b>	<b>1.72</b>	<b>2900</b>	<b>16400</b>	<b>15.03</b>	<b>84.97</b>	
<b>Total</b>		<b>3150000</b>	<b>1962960</b>	<b>62.32</b>	<b>1946560</b>	<b>16400</b>	<b>99.16</b>	<b>0.84</b>	

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Agenda-wise disclosure

Item No. 4: ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATIONS AS PER COMPANIES ACT, 2013;								
Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes on Polled 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 and Promoter Group	E-Voting	1986560	1943660	97.84	1943660	0	100	-
	Poll		-	-	-	0	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	<b>Total</b>	<b>1986560</b>	<b>1943660</b>	<b>97.84</b>	<b>1943660</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Institutions	E-Voting	43750	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	<b>Total</b>	<b>43750</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institutions	E-Voting	1119690	19300	1.72	2900	16400	15.03	84.97
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	<b>Total</b>	<b>1119690</b>	<b>19300</b>	<b>1.72</b>	<b>2900</b>	<b>16400</b>	<b>15.03</b>	<b>84.97</b>
<b>Total</b>		<b>3150000</b>	<b>1962960</b>	<b>62.32</b>	<b>1946560</b>	<b>16400</b>	<b>99.16</b>	<b>0.84</b>



Agenda-wise disclosure

Item No. 5: ADOPTION OF NEW MEMORANDUM OF ASSOCIATION AS PER COMPANIES ACT, 2013:								
Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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 and Promoter Group	E-Voting	1986560	1943660	97.84	1943660	0	100	-
	Poll		-	-	-	0	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>1986560</b>	<b>1943660</b>	<b>97.84</b>	<b>1943660</b>	<b>-</b>	<b>100</b>
Public-Institutions	E-Voting	43750	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>43750</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institutions	E-Voting	1119690	19300	1.72	2900	16400	15.03	84.97
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>1119690</b>	<b>19300</b>	<b>1.72</b>	<b>2900</b>	<b>16400</b>	<b>15.03</b>
<b>Total</b>		<b>3150000</b>	<b>1962960</b>	<b>62.32</b>	<b>1946560</b>	<b>16400</b>	<b>99.16</b>	<b>0.84</b>



**A. K. JAIN & ASSOCIATES**  
**C O M P A N Y S E C R E T A R I E S**



*S. Anil Kumar Jain* B.Com., FCS

*Balu Sridhar* M.A.C.S., FCS., LLB

*Pankaj Mehta* B.Com (C.S.), ACS

**CONSOLIDATED SCRUTINISER REPORT**  
**[Pursuant to Section 108 of the Companies Act, 2013, and**  
**Rule 20 of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman of the 54<sup>th</sup> Annual General Meeting of the Shareholders of **MIL INDUSTRIES LIMITED** (hereinafter referred as "The Company"), held on Thursday, the October 15, 2020 at 11.30 A.M IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

Dear Sir,

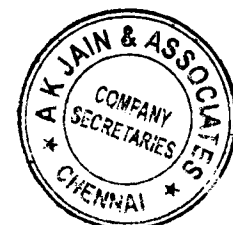
**Sub: Consolidated Scrutinizer's Report on remote e-Voting and e-Voting at the AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 54<sup>th</sup> Annual General Meeting of MIL INDUSTRIES LIMITED held at 11.30 A.M (IST), on Thursday, the 15<sup>th</sup> October, 2020 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')**

I, PANKAJ MEHTA, partner of M/s. A K JAIN & ASSOCIATES, Practicing Company Secretaries, had been appointed as the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to scrutinize the remote e-Voting process and the e-Voting process conducted at the 54<sup>th</sup> Annual General Meeting (AGM) in respect of the below mentioned resolutions proposed at the aforesaid AGM of the Company held at 11.30 A.M. (IST), on Thursday, the 15<sup>th</sup> October, 2020 through VC / OAVM.

The Notice dated 10<sup>th</sup> September, 2020, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions passed at the 54<sup>th</sup> AGM of the Company through electronic mode to those Members whose email addresses were registered with the Company/ Registrar & Share Transfer Agents / Depositories, in compliance with the MCA Circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12<sup>th</sup> May, 2020.

The Company had availed the e-Voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-Voting and e-Voting during the 54<sup>th</sup> AGM by the Shareholders of the Company.

The period for remote e-Voting remained open from Monday, 12<sup>th</sup> October, 2020 (09.00 A.M. (IST)) to Wednesday, 14<sup>th</sup> October, 2020 (05.00 P.M. (IST)) as mentioned in the Notice convening AGM.



*P. Mehta*

The Company had provided e-Voting facility to the shareholders who attended the AGM through VC / OAVM and who had not cast their vote through remote e-Voting.

The shareholders of the Company holding shares as on the "cut-off" date (i.e.) Thursday, 8<sup>th</sup> October, 2020 were entitled to vote on the resolutions as contained in the Notice of the 54<sup>th</sup> AGM.

As prescribed in Clause IV of the Circular dated May 05, 2020 issued by MCA, which is forming part of the applicable Circulars, and in Clause (v) of Sub-rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company published an advertisement, 21 days before the date of the 54<sup>th</sup> AGM in English in "Trinity Mirror" newspaper having countrywide circulation and in Tamil in "Makkal Kural" newspaper both dated 22<sup>nd</sup> September, 2020. The notice published in the newspapers carried the required information as specified in Sub-rule 4 of the said Rule 20.

In addition to sending Notice of the 54<sup>th</sup> AGM to the shareholders through electronic mode, the Company has also made available the full Annual report on the website of the Company i.e. www.milindustries.com, website of the Stock Exchange i.e. Metropolitan Stock Exchange of India Limited at www.msei.com and on the website of NSDL <https://www.evoting.nsdl.com>.

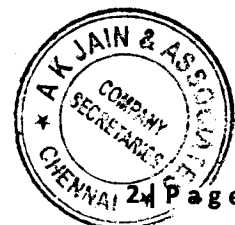
After the closure of e-Voting during the 54<sup>th</sup> AGM, the report on e-Voting done at the 54<sup>th</sup> AGM and the votes cast under remote e-Voting facility prior to 54<sup>th</sup> AGM was unblocked by me at 12.12 P.M on 15<sup>th</sup> October, 2020 in the presence of Mr. Siddharth Jain and Mr. Mahesh Jain who are not in the employment of Company.

Based on the data downloaded from the official website of NSDL, we submit the Consolidated Report as under on the result of the remote e-Voting prior to 54<sup>th</sup> AGM and e-Voting at the 54<sup>th</sup> AGM in respect of said resolutions:

Item No	Type of Resolution	Resolution
1	Ordinary	Adoption of Standalone and Consolidated Audited Financial Statements for the year ended 31/03/2020 together with the reports of the Directors and Auditors thereon.
2	Special	Appointment of Dr.T. Venkatesan (DIN 01793232) who retires by rotation
3	Special	Appointment Of Mr. Noman H. Millwala (DIN 00471544) as a Non Independent Director of the Company with effect from 16th October 2020
4	Special	Adoption of New Set of Articles Of Associations as per Companies Act, 2013
5	Special	Adoption of New Memorandum of Association as per Companies Act, 2013

The results of Remote e-voting and e-voting during the AGM are as under:

Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	Remote E-voting prior to AGM	E-voting during the AGM	Total	No	% of votes	No	% of votes
1	1962960	-	1962960	1946560	99.16	16400	0.84
2	1962960	-	1962960	1946560	99.16	16400	0.84
3	1962960	-	1962960	1946560	99.16	16400	0.84
4	1962960	-	1962960	1946560	99.16	16400	0.84
5	1962960	-	1962960	1946560	99.16	16400	0.84

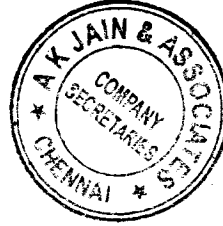


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I did not find any invalid votes.

All relevant records of e-Voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company.

For A.K.JAIN & ASSOCIATES  
Company Secretaries



*P. Mehta*

**PANKAJ MEHTA**  
Partner  
M.No.A29407  
C.P.No.10598  
UDIN: A029407B000967740

Place: Chennai  
Date: 16.10.2020

Witness 1:

*Siddharth Jain*

Name : Mr. Siddharth Jain  
Address: Door No. 210 & 212, Vidyasagar  
Oswal Garden Korukket, Chennai 600 021  
Occ : Service

Witness 2:

*Mahesh Jain*

Name : Mr. Mahesh Jain  
Address: 7/11, Pattabiram Street  
Kondithope, Chennai 600079  
Occ : Service