



29th July, 2023

To,
The General Manager,
Corporate Relations Department,
BSE Limited-SME Platform,
Phirozee Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
(Maharashtra)

Ref: MRP AGRO LIMITED (Scrip Code: 543262; ISIN: INE0D7801012)

Sub.: Declaration of voting results of Postal Ballot pursuant to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations").

Dear Sir/ Madam,

This is with reference to our earlier communication dt. 27th June,2023 and 15th July,2023 regarding Notice of Postal Ballot dated 27th June,2023 and Corrigendum to Postal Ballot dt 15th July,2023 respectively for seeking approval of the Members of the Company through Postal Ballot by way of remote electronic voting ("remote e-voting") in respect of the following items:

| S.no | Description of Resolutions |
|--------------------|---|
| Special Resolution | |
| 1. | ISSUANCE OF EQUITY SHARES OF THE COMPANY BY WAY OF PREFERENTIAL ISSUE, SUBJECT TO SUCH APPROVALS AS MAY BE REQUIRED UNDER APPLICABLE LAWS |

The remote e-voting period as mentioned in the Notice for casting the vote had commenced on Wednesday, 28th June 2023 [9.00 a.m. (IST)] and ends on Thursday, 27th July 2023 [5.00 p.m. (IST)].

In this regard, please note that Mr. Vivek Sharma (Membership No.-F10663 and CP No.- 14773), Partner of M/s MSV and Associates, Company Secretaries, was appointed as the Scrutinizer for the aforesaid process of Postal Ballot and he has submitted his report to Mr. Manish Jain. In accordance with the said report, all the aforesaid resolutions as mentioned in the Notice of Postal Ballot have been passed by the Members with requisite majority. The aforesaid resolutions are deemed to have been passed on the last date specified for remote e-voting i.e., Thursday, 27th July 2023.

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the e-voting Results in the prescribed format along with along with the Report of Scrutinizer is enclosed herewith.

Kindly take the same on record.

**Thanking you,
Yours faithfully,**

for MRP Agro Limited

MANISH
KUMAR JAIN

Digitally signed by
MANISH KUMAR JAIN
Date: 2023.07.29
15:19:02 +05'30'

**Manish Jain
Managing Director
DIN: 08110055**

Regd. Office: House No. 100, First Floor, Ward No. 23 Infront of Thane Ajak Civil Line Tikamgarh M.P. 472001

CIN: U15100MP2018PLC045542; ISIN: INE0D780101

Website: www.mrpagro.com; email: info@mrpagro.com

Phone: +91 7683 240342,297329 Cell + 91 70006i 5952, 9893142537



Voting Results in the format as specified under Regulation 44(3) of the SEBI Listing Regulations - Annexure I

| | |
|---|--|
| Date of EGM | 27 th July,2023 (Postal Ballot Voting end date) |
| Total number of shareholders on the record date | 231 |
| Date of postal ballot notice | 27 th June,2023 |
| Last date of receipt of postal ballot form/ e- voting | 27 th July,2023 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public: | N.A N.A |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public | N.A N.A |

| Resolution 1: Issuance of Equity Shares of The Company by Way of Preferential Issue, Subject To Such Approvals As May Be Required Under Applicable Laws | | | | | | | | |
|---|--------------------------------------|------------------------|-------------------------|---|---------------------------|--------------------------|--|--|
| Resolution required :(Ordinary / Special) | | | | | | Special Resolution | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | | | Yes | | |
| 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 favor (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 | 21,58,890 | 1991490 | 92.25 | 1991490 | 0 | 100 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 21,58,890 | 1991490 | 92.25 | 1991490 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 8,000 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 8,000 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 812200 | 534000 | 65.75 | 534000 | 0 | 100 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 812200 | 534000 | 65.75 | 534000 | 0 | 100 | 0 |
| Total | | 2979090 | 2525490 | 84.77 | 2525490 | 0 | 100 | 0 |

Scrutinizer's Report
on Postal Ballot through remote e-Voting
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Managing Director
MRP AGRO LIMITED
House No. 100, First Floor, Ward No.23,
Infront of Thane Ajak,
Civil Line Road, Tikamgarh- 472001 (MP)

Sub: Scrutinizer's Report on Postal Ballot through remote e-voting of MRP Agro Limited held on Thursday, 27th July 2023 (commenced on Wednesday, 28th June 2023 [9.00 a.m. (IST)] and ends on Thursday, 27th July 2023 [5.00 p.m. (IST)] 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.

Dear Sir,

I was appointed as the Scrutinizer by the Board of Directors of MRP Agro Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended as on date, to scrutinize the remote e-voting process in respect of Special Business on Thursday, 27th July 2023 (commenced on Wednesday, 28th June 2023 [9.00 a.m. (IST)] and ends on Thursday, 27th July 2023 [5.00 p.m. (IST)]. through Postal Ballot, only by way of remote electronic voting

Management's Responsibility:

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), relating to Postal Ballot Voting including voting by electronic means (e-voting) for the Resolution(s) stated in the Postal Ballot Notice.

Scrutinizer's Responsibility:

My responsibility as scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members in respect of the Resolution contained in the Postal Ballot Notice. My report is based on verification of data provided by M/s. Skyline Financial Services Private Limited, the Registrar and Transfer Agent of the Company for e-voting system for the closing of the voting process i.e. till Thursday, the 27th day of July, 2023 at 5:00 P.M. (IST)

In connection to above, I submit my report as under:

- The Company appointed Central Depository Services Limited (herein after referred to as “CDSL”) as the agency to provide the remote e-Voting facility to the Members of the Company.
- The remote e-Voting facility was made available from Wednesday, the 28th day of June, 2023 from 9:00 A.M. (IST) and ends on Thursday, the 27th day of July, 2023 at 5:00 P.M. (IST) for the person(s), whose name is recorded in the Register of Member or in the Register of Beneficial owners maintained by the depositories as on the cut-off date i.e. Friday, 23rd June, 2023.
- An electronic report of the e-voting generated by me by accessing the data available from the website. Based on such reports generated and relied upon by me, data regarding the e-votes was scrutinized on test check basis.
- A final electronic report of remote e-Voting was generated by unblocking the votes cast through remote e-Voting facility in presence of two witnesses viz. Mr. Rohit Agarwal and Mr. Varun Mehra who are not in the employment of the Company.
- Thereafter, the voting done through remote e-Voting, were reconciled with the records maintained by the RTA of the Company i.e. M/s Skyline Financial Services Private Limited and the authorizations/proxies lodged with the Company and result of the scrutiny of the above consolidated voting process in respect of the resolutions as set-out in the Notice dated 27th June 2023 are reproduced herein under:

Resolution No. 1: Special Resolution

ISSUANCE OF EQUITY SHARES OF THE COMPANY BY WAY OF PREFERENTIAL ISSUE, SUBJECT TO SUCH APPROVALS AS MAY BE REQUIRED UNDER APPLICABLE LAWS:

| Particulars | Remote E-Voting | | Total | | Valid Vote Percentage (%) |
|------------------|-------------------|----------------|-------------------|----------------|---------------------------|
| | Number of Members | Votes | Number of Members | Votes | |
| Assent | 12 | 2525490 | 12 | 2525490 | 99.18 |
| Dissent | 0 | 0 | 0 | 0 | 0.00 |
| Abstained | 2 | 21000 | 2 | 21000 | 0.82 |
| Total | 14 | 2546490 | 14 | 2546490 | 100 |

All the Resolution(s) mentioned in the Notice as per the details above stand passed under remote e-voting with the requisite majority.

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid /abstained/voted for lesser shares, for the resolution is being handed over to the Company Secretary. The electronic data and all other relevant records relating to the e-voting are in my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes/Report on Postal Ballot.

Thanking you,
Yours Faithfully,

for MSV & Associates
Practicing Company Secretaries
FRN: P2018RJ071900

Date: 29.07.2023
Place: Jaipur

VIVEK
SHARMA

Digitally signed by
VIVEK SHARMA
Date: 2023.07.29
15:02:54 +05'30'

Vivek Sharma
Co- Founder & Managing Partner
COP: 14773 | Membership No. F10663
UDIN: F010663E000699703

Witness:

ROHIT
AGARWAL

Digitally signed by
ROHIT AGARWAL
Date: 2023.07.29
15:14:48 +05'30'

Rohit Agarwal

VARUN
MEHRA

Digitally signed by
VARUN MEHRA
Date: 2023.07.29
15:09:30 +05'30'

Varun Mehra

Countersigned by:

for MRP Agro Limited

MANISH
KUMAR JAIN

Digitally signed by
MANISH KUMAR JAIN
Date: 2023.07.29
15:15:57 +05'30'

Manish Kumar Jain
Managing Director
DIN: 08110055